

BROWN FORMAN CORP
 Form 5
 June 14, 2016

FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
 Alvarez Alejandro A

2. Issuer Name and Ticker or Trading Symbol
 BROWN FORMAN CORP [BFA, BFB]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 04/30/2016

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 SVP, CPO

850 DIXIE HIGHWAY
 (Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting
 (check applicable line)

LOUISVILLE, KY 40210

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| | | | | (A) or (D) | Price | | |
| Class B Common | 08/11/2015 | ^ | I4 | 101.1921 D | \$ 110.6 | I | By 401k |
| Class B Common | 11/17/2015 | ^ | I4 | 11.8966 A | \$ 105.32 | I | By 401k |
| Class B Common | ^ | ^ | ^ | ^ | ^ | D | ^ |

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title | |
| Restricted Stock Units | Â | Â | Â | Â | Â Â | 04/30/2017 ⁽²⁾ Â ⁽²⁾ | Class B Common | 1 |
| Stock Appreciation Right | \$ 91.97 | Â | Â | Â | Â Â | 05/01/2017 04/30/2024 | Class B Common | 4,0 |
| Stock Appreciation Right | \$ 58.7 | Â | Â | Â | Â Â | 05/01/2015 04/30/2022 | Class B Common | 3,0 |
| Stock Appreciation Right | \$ 102.25 | Â | Â | Â | Â Â | 05/01/2018 04/30/2025 | Class B Common | 7,0 |
| Stock Appreciation Right | \$ 72.42 | Â | Â | Â | Â Â | 05/01/2016 04/30/2023 | Class B Common | 3,4 |
| Stock Appreciation Right | \$ 46.4 | Â | Â | Â | Â Â | 05/01/2014 04/30/2021 | Class B Common | 4,1 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------|-------|
| | Director | 10% Owner | Officer | Other |
| Alvarez Alejandro A 850 DIXIE HIGHWAY LOUISVILLE, KY 40210 | Â | Â | Â SVP, CPO | Â |

Signatures

Michael E. Carr, Attorney in Fact for Alejandro A.
Alvarez

06/14/2016

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) Each restricted stock unit represents a contingent right to receive one share of Brown-Forman Class B common stock.
- (2) The Restricted Stock Units were granted on July 25, 2013, and vest on April 30, 2017.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.