

Joy Catherine Frazier
 Form 4
 August 12, 2011

FORM 4

**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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Joy Catherine Frazier

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)
 850 DIXIE HIGHWAY
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/30/2010

____ Director
 ____ Officer (give title below)
 10% Owner
 ____ Other (specify below)

LOUISVILLE, KY 40210
 (City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Class A Common					126,884	D	
Class A Common					15,456	I	Spouse
Class A Common					3,948	I	Caitlin Joy UTMA
Class A Common					7,032	I	Charles Joy UTMA
Class A Common					15,216	I	Christopher Joy UTMA

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Class A Common						10,422	I	Alexander Joy UTMA	
Class A Common	12/30/2010	<u>G⁽¹⁾</u>	V	131,554	A	\$ 0	5,653,921 ⁽²⁾	I	Avish Agincourt, LLC
Class A Common	01/03/2011	<u>G⁽³⁾</u>	V	56,380	A	\$ 0	5,653,921	I	Avish Agincourt, LLC
Class A Common						37,556	I	Annsley Thornton Trust	
Class B Common						326,366	D		
Class B Common						20,484	I	Spouse	
Class B Common						3,262	I	Caitlin Joy UTMA	
Class B Common						5,930	I	Charles Joy UTMA	
Class B Common						13,849	I	Christopher Joy UTMA	
Class B Common						8,750	I	Alexander Joy UTMA	
Class B Common						27,364	I	Annsley Thornton Trust	
Class B Common	12/30/2010	<u>G⁽¹⁾</u>	V	117,531	A	\$ 0	5,051,236 ⁽²⁾	I	Avish Agincourt, LLC
Class B Common	01/03/2011	<u>G⁽³⁾</u>	V	50,370	A	\$ 0	5,051,236	I	Avish Agincourt, LLC
Class B Common						4,933,817 ⁽⁴⁾	I	Avish Agincourt, LLC	
Class B Common						200	I	Caitlin Joy IMA	
Class B Common						200	I	Charles Joy IMA	
Class B Common						200	I	Christopher Joy IMA	
						200	I		

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Class B Common							Alexander Joy IMA
Class B Common				206.516	I		C.F. Joy Irrev. Trust FBO Caitlin Joy
Class B Common				206.516	I		C.F. Joy Irrev. Trust FBO Charles Joy
Class B Common				206.516	I		C.F. Joy Irrev. Trust FBO Christopher Joy
Class B Common				206.516	I		C.F. Joy Irrev. Trust FBO Alexander Joy

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Joy Catherine Frazier 850 DIXIE HIGHWAY LOUISVILLE, KY 40210		X		

Signatures

Diane M. Barhorst, Attorney in Fact for Catherine Frazier Joy	08/11/2011
__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) Represents separate gifts of Avish Agincourt LLC limited liability units to the four children of the reporting person.
- (2) The reporting person has elected to begin reporting all shares held by Avish Agincourt LLC, but disclaims beneficial ownership of such shares except to the extent of her pecuniary interest therein.
- (3) Represents gifts of Avish Agincourt LLC limited liability company units to the reporting person.
- (4) On April 6, 2011, Avish Agincourt, LLC redeemed certain limited liability company units held by one of its members, but the reporting person's beneficial ownership did not change. The total has been updated to reflect the effect of the redemption.

Note: File three copies of this Form, one of which must be manually signed. If space 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.