

Hayes John V.
Form 4
May 02, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
Hayes John V.

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)
04/30/2018

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

LOUISVILLE, KY 40210

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

(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 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)
Class A Common	04/30/2018		F	422 ⁽¹⁾ D	\$ 53.37 ⁽²⁾ 1,742	D	
Class B Common	04/30/2018		F	106 ⁽³⁾ D	\$ 56.04 ⁽⁴⁾ 18,278	D	
Class A Common					113,743 ⁽⁵⁾	I	ESPP
Class A Common					4,210	I	Hayes Investments LLC

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Class B Common	7,545.5054 <u>(6)</u>	I	By 401k
Class B Common	33.628 <u>(5)</u>	I	ESPP
Class B Common	14,267	I	Hayes Investments LLC

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

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SEC 1474
(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)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Appreciation Right	\$ 10.62 <u>(7)</u>					05/01/2012 04/30/2019	Class B Common 33,109 <u>(7)</u>
Stock Appreciation Right	\$ 15.088 <u>(8)</u>					05/01/2013 04/30/2020	Class B Common 27,788 <u>(8)</u>
Stock Appreciation Right	\$ 18.217 <u>(9)</u>					05/01/2014 04/30/2021	Class B Common 28,912 <u>(9)</u>
Stock Appreciation Right	\$ 23.047 <u>(10)</u>					05/01/2015 04/30/2022	Class B Common 21,806 <u>(10)</u>
Stock Appreciation Right	\$ 28.433 <u>(11)</u>					05/01/2016 04/30/2023	Class B Common 9,020 <u>(11)</u>
						05/01/2017 04/30/2024	

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These stock appreciation rights were previously reported as covering 21,403 shares at an exercise price of \$23.48, but were adjusted to reflect the April 2018 special dividend.

- (11) These stock appreciation rights were previously reported as covering 8,853 shares at an exercise price of \$28.968, but were adjusted to reflect the April 2018 special dividend.
- (12) These stock appreciation rights were previously reported as covering 7,068 shares at an exercise price of \$36.788, but were adjusted to reflect the April 2018 special dividend.
- (13) These stock appreciation rights were previously reported as covering 9,020 shares at an exercise price of \$40.90, but were adjusted to reflect the April 2018 special dividend.
- (14) These stock appreciation rights were previously reported as covering 12,440 shares at an exercise price of \$39.204, but were adjusted to reflect the April 2018 special dividend.
- (15) These stock appreciation rights were previously reported as covering 10,494 shares at an exercise price of \$40.504, but were adjusted to reflect the April 2018 special dividend.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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