

BROWN FORMAN CORP
Form 4
February 09, 2005

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 *
BROWN W L LYONS JR

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)
02/08/2005

____ 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Class B Common (1) | | | | | 19,615 | D | |
| Class B Common | | | | | 3,300 | I | Partnership/Hebe |
| Class B Common | | | | | 924,017 | I | Trust/Partnership |
| Class B Common | 02/08/2005 | | S(2) | 1,800 D \$ 50.2 | 2,022,744.6 | I | Trust/Remainder |
| Class B Common | 02/08/2005 | | S(2) | 6,000 D \$ 50.5 | 2,016,744.6 | I | Trust/Remainder |

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| | | | | | | | | |
|-------------------|------------|-------------|--------|---|----------|-------------|---|-----------------|
| Class B Common | 02/08/2005 | <u>S(2)</u> | 13,300 | D | \$ 50.6 | 2,003,444.6 | I | Trust/Remainder |
| Class B Common | 02/08/2005 | <u>S(2)</u> | 400 | D | \$ 50.64 | 2,003,044.6 | I | Trust/Remainder |
| Class B Common | 02/08/2005 | <u>S(2)</u> | 5,400 | D | \$ 50.65 | 1,997,644.6 | I | Trust/Remainder |
| Class B Common | 02/08/2005 | <u>S(2)</u> | 1,800 | D | \$ 50.66 | 1,995,844.6 | I | Trust/Remainder |
| Class B Common | 02/08/2005 | <u>S(2)</u> | 300 | D | \$ 50.67 | 1,995,544.6 | I | Trust/Remainder |
| Class B Common | 02/08/2005 | <u>S(2)</u> | 400 | D | \$ 50.68 | 1,995,144.6 | I | Trust/Remainder |
| Class B Common | 02/08/2005 | <u>S(2)</u> | 200 | D | \$ 50.69 | 1,994,944.6 | I | Trust/Remainder |
| Class B Common | 02/08/2005 | <u>S(2)</u> | 3,900 | D | \$ 50.7 | 1,991,044.6 | I | Trust/Remainder |
| Class B Common | 02/08/2005 | <u>S(2)</u> | 11,000 | D | \$ 50.71 | 1,980,044.6 | I | Trust/Remainder |
| Class B Common | 02/08/2005 | <u>S(2)</u> | 100 | D | \$ 50.72 | 1,979,944.6 | I | Trust/Remainder |
| Class B Common | 02/08/2005 | <u>S(2)</u> | 100 | D | \$ 50.73 | 1,979,844.6 | I | Trust/Remainder |
| Class B Common | 02/08/2005 | <u>S(2)</u> | 500 | D | \$ 50.74 | 1,979,344.6 | I | Trust/Remainder |
| Class B Common | 02/08/2005 | <u>S(2)</u> | 300 | D | \$ 50.76 | 1,979,044.6 | I | Trust/Remainder |
| Class B Common | 02/08/2005 | <u>S(2)</u> | 100 | D | \$ 50.77 | 1,978,944.6 | I | Trust/Remainder |
| Class B Common | 02/08/2005 | <u>S(2)</u> | 400 | D | \$ 50.78 | 1,978,544.6 | I | Trust/Remainder |
| Class B Common | 02/08/2005 | <u>S(2)</u> | 500 | D | \$ 50.79 | 1,978,044.6 | I | Trust/Remainder |
| Class B Common | 02/08/2005 | <u>S(2)</u> | 500 | D | \$ 50.82 | 1,977,544.6 | I | Trust/Remainder |
| Class B Common | 02/08/2005 | <u>S(2)</u> | 3,700 | D | \$ 50.88 | 1,973,844.6 | I | Trust/Remainder |
| Class B Common | 02/08/2005 | <u>S(2)</u> | 2,000 | D | \$ 50.9 | 1,971,844.6 | I | Trust/Remainder |
| Class B Common | 02/08/2005 | <u>S(2)</u> | 5,000 | D | \$ 51 | 1,966,844.6 | I | Trust/Remainder |
| | 02/08/2005 | <u>S(2)</u> | 100 | D | | 1,966,744.6 | I | Trust/Remainder |

| | | | | |
|-------------------|-------------|---|-----------|--|
| Class B Common | \$ 51.01 | | | |
| Class B Common | 26,898 | I | by Spouse | |

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 |
| BROWN W L LYONS JR 850 DIXIE HIGHWAY LOUISVILLE, KY 40210 | | X | | |

Signatures

| | |
|---|------------|
| Nelea A. Absher Attn. in Fact for: W.L. Lyons Brown, Jr. | 02/09/2005 |
| __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) Filing this form should not be construed as an admission that the filing person is, for purposes of Section 16 of the Securities Exchange Act of 1934, the "beneficial owner" of any equity securities held in a limited partnership or in trust and reported on this form.

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- (2) These shares were sold by the W.L. Lyons Brown, Jr. Trust. The sales were effected pursuant to instructions given to the trustee pursuant to a Rule 10b5-1 trading plan.

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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