

BROWN FORMAN CORP
Form SC 13G/A
February 12, 2016

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

(Amendment No. 4)

Under the Securities Exchange Act of 1934

BROWN-FORMAN CORPORATION

(Name of Issuer)

Class A Common Stock

(Title of Class of Securities)

115637-10-0

(CUSIP Number)

December 31, 2015

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed.

☐ Rule 13d-1(b)

☒ Rule 13d-1(c)

“ Rule 13d-1(d)

CUSIP NO. 115637-10-0

(1) Names of reporting persons

Christina Lee Brown

I.R.S. Identification Nos. of above persons (entities only)

(2) Check the appropriate box if a member of a group (see instructions)

(a) ☒ (b) ☐

(3) SEC use only

(4) Citizenship or Place of Organization

United States of America

(5) Sole voting power

Number of

shares 0
(6) Shared voting power

beneficially

owned by 9,112,709
each (7) Sole dispositive power

reporting

person 2,033,368
(8) Shared dispositive power

with:

4,070,725

(9) Aggregate amount beneficially owned by each reporting person

9,112,709

(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions).

N/A

(11) Percent of class represented by amount in Row (9)

10.8%

(12) Type of reporting person (see instructions)

IN

CUSIP NO. 115637-10-0

(1) Names of reporting persons

Owsley Brown III

I.R.S. Identification Nos. of above persons (entities only)

(2) Check the appropriate box if a member of a group (see instructions)

(a) ☒ (b) ☐

(3) SEC use only

(4) Citizenship or Place of Organization

United States of America

(5) Sole voting power

Number of

shares 0
(6) Shared voting power

beneficially

owned by 9,112,709
each (7) Sole dispositive power

reporting

person 149,813
(8) Shared dispositive power

with:

4,489,684

(9) Aggregate amount beneficially owned by each reporting person

9,112,709

(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions).

N/A

(11) Percent of class represented by amount in Row (9)

10.8%

(12) Type of reporting person (see instructions)

IN

CUSIP NO. 115637-10-0

(1) Names of reporting persons

Brooke Brown Barzun

I.R.S. Identification Nos. of above persons (entities only)

(2) Check the appropriate box if a member of a group (see instructions)

(a) ☒ (b) ☐

(3) SEC use only

(4) Citizenship or Place of Organization

United States of America

(5) Sole voting power

Number of

shares 0
(6) Shared voting power

beneficially

owned by 9,116,355
each (7) Sole dispositive power

reporting

person 679,073
(8) Shared dispositive power

with:

4,775,618

(9) Aggregate amount beneficially owned by each reporting person

9,116,355

(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions).

N/A

(11) Percent of class represented by amount in Row (9)

10.8%

(12) Type of reporting person (see instructions)

IN

CUSIP NO. 115637-10-0

(1) Names of reporting persons

Augusta Brown Holland

I.R.S. Identification Nos. of above persons (entities only)

(2) Check the appropriate box if a member of a group (see instructions)

(a) ☒ (b) ☐

(3) SEC use only

(4) Citizenship or Place of Organization

United States of America

(5) Sole voting power

Number of

shares 0
(6) Shared voting power

beneficially

owned by 9,356,226
each (7) Sole dispositive power

reporting

person 591,564
(8) Shared dispositive power

with:

4,367,646

(9) Aggregate amount beneficially owned by each reporting person

9,356,226

(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions).

N/A

(11) Percent of class represented by amount in Row (9)

11.1%

(12) Type of reporting person (see instructions)

IN

Item 1(a) and 1(b). Name of Issuer and Address of Issuer's Principal Executive Offices:

Brown-Forman Corporation

850 Dixie Highway

Louisville, Kentucky 40210

Item 2(a). Names of persons filing:

The persons reporting on this Schedule 13G are Christina Lee Brown, Owsley Brown III, Brooke Brown Barzun and Augusta Brown Holland.

Item 2(b). Address of principal business office or, if none, residence:

Principal Business Address of each individual named herein:

333 East Main Street, Suite 401

Louisville, Kentucky 40202

Item 2(c). Citizenship: Each of the Reporting Persons is a U.S. citizen.

Item 2(d). Title of class of securities: Brown-Forman Corporation Class A Common Stock

Item 2(e). CUSIP No.: 0115637-10-0

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) ☐ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) ☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) ☐ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) ☐ An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E).
- (f) ☐ An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F).
- (g) ☐ A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G).

- (h) ☐ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
- (i) ☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3).
- (j) ☐ Group, in accordance with § 240.13d-1(b)(1)(ii)(J).

Item 4. Ownership.

The Class A Common Stock beneficially owned by each reporting person as of December 31, 2015 is as follows:

Reporting Person	Number of Shares Owned	
Christina Lee Brown:	Beneficially Owned:	9,112,709
	Percent of Class:	10.8%
	Sole Voting Power:	0
	Shared Voting Power:	9,112,709
	Sole Dispositive Power:	2,033,368
Owsley Brown III:	Shared Dispositive Power:	4,070,725
	Beneficially Owned:	9,112,709
	Percent of Class:	10.8%
	Sole Voting Power:	0
	Shared Voting Power:	9,112,709
Brooke Brown Barzun:	Sole Dispositive Power:	149,813
	Shared Dispositive Power:	4,489,684
	Beneficially Owned:	9,116,355
	Percent of Class:	10.8%
	Sole Voting Power:	0
Augusta Brown Holland:	Shared Voting Power:	9,116,355
	Sole Dispositive Power:	679,073
	Shared Dispositive Power:	4,775,618
	Beneficially Owned:	9,356,226
	Percent of Class:	11.1%
	Sole Voting Power:	0
	Shared Voting Power:	9,356,226
	Sole Dispositive Power:	591,564
	Shared Dispositive Power:	4,367,646

Christina Lee Brown, Owsley Brown III, Brooke Brown Barzun and Augusta Brown Holland have agreed in principle to act together for the purpose of voting certain

equity securities of the Issuer. Therefore, for purposes of this Schedule 13G, each may be deemed to have acquired beneficial ownership of the equity securities of the Issuer beneficially owned by each of the other Reporting Persons. As of December 31, 2015, the aggregate beneficial ownership of the undersigned Reporting Persons is 9,359,872 shares of Class A Common Stock, or 11.1% of the issued and outstanding Class A Common Stock of the issuer.

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [].

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Other persons have the right to receive the dividends and the proceeds of sale from certain of the shares for which the undersigned have voting and dispositional control.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.

N/A

Item 8. Identification and Classification of Members of the Group.

See Item 2.

Item 9. Notice of Dissolution of Group.

N/A

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under §240.14a-11.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 7, 2016

/s/Christina Lee Brown
Christina Lee Brown

/s/Owsley Brown III
Owsley Brown III

/s/Brooke Brown Barzun
Brooke Brown Barzun

/s/Augusta Brown Holland
Augusta Brown Holland

AGREEMENT AMONG REPORTING PERSONS

The undersigned hereby agree as follows:

1. Each of them is individually eligible to use the Schedule 13G, as amended, to which this Exhibit is attached, and such Schedule 13G is filed on behalf of each of them; and
2. Each of them is responsible for the timely filing of such Schedule 13G and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein; but none of them is responsible for the completeness or accuracy of the information concerning the other person making the filing, unless such person knows or has reason to believe that such information is inaccurate.

Date: February 7, 2016

/s/Christina Lee Brown
Christina Lee Brown

/s/Owsley Brown III
Owsley Brown III

/s/Brooke Brown Barzun
Brooke Brown Barzun

/s/Augusta Brown Holland
Augusta Brown Holland