

BROWN FORMAN CORP  
 Form 4  
 February 28, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
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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)  
**02/24/2005**

\_\_\_\_ Director  10% Owner  
 \_\_\_\_ Officer (give title below) \_\_\_\_ 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Class B Common (1)              |                                      |  |                                | (A) or (D)  | 19,615  | D  |   |
| Class B Common                  |                                      |  |                                | (A) or (D)  | 3,300   | I  | Partnership/Hebe                                      |
| Class B Common                  |                                      |  |                                | (A) or (D)  | 924,017   | I  | Trust/Partnership                                     |
| Class B Common                  | 02/24/2005                           |  | S(2)                           | 18,100 D \$ 50  | 1,766,344.6   | I  | Trust/Remainder                                       |
| Class B Common                  | 02/24/2005                           |  | S(2)                           | 7,500 D \$ 50.01  | 1,758,844.6   | I  | Trust/Remainder                                       |

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|                   |            |             |       |   |             |             |   |                 |
|-------------------|------------|-------------|-------|---|-------------|-------------|---|-----------------|
| Class B<br>Common | 02/24/2005 | <u>S(2)</u> | 5,300 | D | \$<br>50.02 | 1,753,544.6 | I | Trust/Remainder |
| Class B<br>Common | 02/24/2005 | <u>S(2)</u> | 5,400 | D | \$<br>50.03 | 1,748,144.6 | I | Trust/Remainder |
| Class B<br>Common | 02/24/2005 | <u>S(2)</u> | 1,400 | D | \$<br>50.04 | 1,746,744.6 | I | Trust/Remainder |
| Class B<br>Common | 02/24/2005 | <u>S(2)</u> | 600   | D | \$<br>50.05 | 1,746,144.6 | I | Trust/Remainder |
| Class B<br>Common | 02/24/2005 | <u>S(2)</u> | 200   | D | \$<br>50.06 | 1,745,944.6 | I | Trust/Remainder |
| Class B<br>Common | 02/24/2005 | <u>S(2)</u> | 500   | D | \$<br>50.07 | 1,745,444.6 | I | Trust/Remainder |
| Class B<br>Common | 02/24/2005 | <u>S(2)</u> | 200   | D | \$<br>50.08 | 1,745,244.6 | I | Trust/Remainder |
| Class B<br>Common | 02/24/2005 | <u>S(2)</u> | 100   | D | \$<br>50.09 | 1,745,144.6 | I | Trust/Remainder |
| Class B<br>Common | 02/24/2005 | <u>S(2)</u> | 300   | D | \$ 50.1     | 1,744,844.6 | I | Trust/Remainder |
| Class B<br>Common | 02/24/2005 | <u>S(2)</u> | 300   | D | \$<br>50.11 | 1,744,544.6 | I | Trust/Remainder |
| Class B<br>Common | 02/24/2005 | <u>S(2)</u> | 2,100 | D | \$<br>50.12 | 1,742,444.6 | I | Trust/Remainder |
| Class B<br>Common | 02/24/2005 | <u>S(2)</u> | 800   | D | \$<br>50.13 | 1,741,644.6 | I | Trust/Remainder |
| Class B<br>Common | 02/24/2005 | <u>S(2)</u> | 2,900 | D | \$<br>50.14 | 1,738,744.6 | I | Trust/Remainder |
| Class B<br>Common | 02/24/2005 | <u>S(2)</u> | 2,800 | D | \$<br>50.15 | 1,735,944.6 | I | Trust/Remainder |
| Class B<br>Common | 02/24/2005 | <u>S(2)</u> | 3,400 | D | \$<br>50.16 | 1,732,544.6 | I | Trust/Remainder |
| Class B<br>Common | 02/24/2005 | <u>S(2)</u> | 1,700 | D | \$<br>50.17 | 1,730,844.6 | I | Trust/Remainder |
| Class B<br>Common | 02/24/2005 | <u>S(2)</u> | 1,700 | D | \$<br>50.18 | 1,729,144.6 | I | Trust/Remainder |
| Class B<br>Common | 02/24/2005 | <u>S(2)</u> | 200   | D | \$<br>50.19 | 1,728,944.6 | I | Trust/Remainder |
| Class B<br>Common | 02/24/2005 | <u>S(2)</u> | 200   | D | \$ 50.2     | 1,728,744.6 | I | Trust/Remainder |
| Class B<br>Common | 02/24/2005 | <u>S(2)</u> | 1,100 | D | \$<br>50.21 | 1,727,644.6 | I | Trust/Remainder |
|                   | 02/24/2005 | <u>S(2)</u> | 1,200 | D |             | 1,726,444.6 | I | Trust/Remainder |

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|                   |            |                  |     |   |             |             |   |  |                 |
|-------------------|------------|------------------|-----|---|-------------|-------------|---|--|-----------------|
| Class B<br>Common |            |                  |     |   | \$<br>50.22 |             |   |  |                 |
| Class B<br>Common | 02/24/2005 | S <sup>(2)</sup> | 100 | D | \$<br>50.23 | 1,726,344.6 | I |  | Trust/Remainder |
| Class B<br>Common | 02/24/2005 | S <sup>(2)</sup> | 100 | D | \$<br>50.24 | 1,726,244.6 | I |  | Trust/Remainder |
| Class B<br>Common | 02/24/2005 | S <sup>(2)</sup> | 700 | D | \$<br>50.25 | 1,725,544.6 | I |  | Trust/Remainder |
| Class B<br>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.** 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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| BROWN W L LYONS JR<br>850 DIXIE HIGHWAY<br>LOUISVILLE, KY 40210 |               | X         |         |       |

## Signatures

Nelea A. Absher Attn. in Fact for: W.L. Lyons  
Brown, Jr. 02/28/2005

\_\_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.
- (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. 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.