

# BROWN FORMAN CORP

## FORM SC 13G/A (Amended Statement of Ownership)

Filed 2/5/1998

Address	850 DIXIE HWY LOUISVILLE, Kentucky 40210
Telephone	502-585-1100
CIK	0000014693
Industry	Beverages (Alcoholic)
Sector	Consumer/Non-Cyclical
Fiscal Year	04/30

# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. 19)\*

# **BROWN-FORMAN CORPORATION**

(Name of Issuer)

## **CLASS A COMMON STOCK**

(Title of Class of Securities)

115637-10-0

(CUSIP Number)

Check the following box if a fee is being paid with this statement.  (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.)  
(See Rule 13d-7.)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following page(s))

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1 NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
  
Owsley Brown II (405-56-4116)  
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-----  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a)   
N/A (b)   
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-----  
3 SEC USE ONLY  
-----

-----  
4 CITIZENSHIP OR PLACE OF ORGANIZATION  
United States of America  
-----

-----  
5 SOLE VOTING POWER  
NUMBER OF 5 515,836  
SHARES  
-----  
6 SHARED VOTING POWER  
BENEFICIALLY 6 5,306,704  
OWNED BY  
-----  
7 SOLE DISPOSITIVE POWER  
EACH 7 515,836  
REPORTING  
-----  
8 SHARED DISPOSITIVE POWER  
PERSON 8 5,306,704  
WITH  
-----

-----  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
5,822,540  
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-----  
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*  
  
-----

-----  
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
20.1%  
-----

-----  
12 TYPE OF REPORTING PERSON\*  
In  
-----

-----  
\*SEE INSTRUCTIONS BEFORE FILLING OUT!  
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**SCHEDULE 13G**

**Item 1(a) Name of Issuer:**

**Brown-Forman Corporation**

**Item 1(b) Address of Issuer's Principal Executive Offices:** 850 Dixie Highway  
Louisville, Kentucky 40210

**Item 2(a) Name of Person Filing:**

**Owsley Brown II**

**Item 2(b) Address of Principal Business Office, or, if none, Residence:** 850 Dixie Highway  
Louisville, Kentucky 40210

**Item 2(c) Citizenship:**

**United States of America**

**Item 2(d) Title of Class of Securities:**

**Class A Common Stock**

**Item 2(e) CUSIP Number:** 115637-10-0

**Item 3 Not applicable**

**Item 4 Ownership.** The amount of shares beneficially owned by the undersigned as of December 31, 1997, is as follows:

(a) Amount Beneficially Owned: 5,822,540

(b) Percent of Class: 20.1%

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote 515,836

(ii) shared power to vote or to direct the vote 5,306,704

(iii) sole power to dispose or to direct the

	disposition of	515,836
(iv)	shared power to dispose or to direct the	
	disposition of	5,306,704

**SCHEDULE 13G**

**Item 5 Ownership of Five Percent or Less of a Class** Not applicable

**Item 6 Ownership of More than Five Percent on Behalf of Another Person.** Other persons have the right to receive income from trusts holding Brown-Forman Corporation Class A Common Stock, as to which stock the undersigned has sole or shared voting power. The following person is sole income beneficiary of one of these trusts which holds more than 5% of the outstanding shares of such Class A Common Stock: Sara S. Brown.

Item 7 -----	Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.  Not applicable
Item 8 -----	Identification and Classification of Members of the Group.  Not applicable
Item 9 -----	Notice of Dissolution of Group.  Not Applicable
Item 10 -----	Certification.  Not applicable

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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.

2/2 , 1998

**Date**

*/s/ Owsley Brown*

\_\_\_\_\_  
*Signature*

**Owsley Brown II**  
**Name, Title**

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**End of Filing**

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