

Brown J McCauley
Form 3
March 23, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Brown J McCauley | | (Month/Day/Year) | BROWN FORMAN CORP [BFA, BFB] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | | | |
| 850 DIXIE HIGHWAY | | | (Check all applicable) | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | (Street) | | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| LOUISVILLE,Â KYÂ 40210 | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| (City) | (State) | (Zip) | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Class A Common | 258,542 | D | Â |
| Class A Common | 21,900 | I | JMB Revocable Trust |
| Class A Common | 4,000 | I | Estate Executor |
| Class A Common | 8,600 | I | Brown FLIP |
| Class A Common | 88,439.36 | I | Brown Ventures, LLC |
| Class A Common | 1,855.065 | I | By Children |
| Class A Common | 30,000 | I | Spouse |
| Class B Common | 59,005 | D | Â |
| Class B Common | 2,137.32 | I | By BF 401(k) plan |
| Class B Common | 6,074 | I | Estate Executor |

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

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--------------------|--|----------------------------------|--|--|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Non-Qualified Stock Option (right to buy) | 05/01/2004 | 04/30/2011 | Class B Common | 1,038 | \$ 34.17 | D | Â |
| Non-Qualified Stock Option (right to buy) | 05/01/2006 | 08/31/2007 | Class B Common | 600 | \$ 50 | D | Â |
| Non-Qualified Stock Option (right to buy) | 05/01/2005 | 04/30/2012 | Class B Common | 1,322 | \$ 32.11 | D | Â |
| Non-Qualified Stock Option (right to buy) | 05/01/2006 | 04/30/2013 | Class B Common | 1,320 | \$ 39.23 | D | Â |
| Non-Qualified Stock Option (right to buy) | 05/01/2007 | 04/30/2014 | Class B Common | 1,058 | \$ 46.56 | D | Â |
| Stock Appreciation Right | 05/01/2008 | 04/30/2015 | Class B Common | 914 | \$ 59.18 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Brown J McCauley 850 DIXIE HIGHWAY LOUISVILLE, KY 40210 | Â | Â X | Â | Â |

Signatures

/s/ Diane M. Barhorst 03/23/2006

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

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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