

MOLSON COORS BREWING CO

Form 4

March 04, 2015

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
COORS PETER H

2. Issuer Name **and** Ticker or Trading
Symbol
MOLSON COORS BREWING CO
[TAP]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
1225 17TH STREET, SUITE 3200
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/02/2015

____ Director ____ 10% Owner
____ Officer (give title below) ____ Other (specify below)
Chairman of the Board

DENVER, CO 80202

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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 Stock	03/02/2015		M	30,000	A \$ 32.67	187,118 ⁽¹⁾ (5) (6)	D
Class B Common Stock	03/02/2015		S ⁽²⁾	20,857	D \$ 76.012 ⁽³⁾	166,261	D
Class B Common Stock						13,536,806	I
						20,939	I

by Adolph
Coors
Company
LLC

Class B Common Stock				by Marilyn E. Coors as Trustee of Peter H. Coors 2012 Grantor Retained Annuity Trust XI
Class B Common Stock	96,394 ⁽⁴⁾	I		by Marilyn E Coors as Trustee of Peter H Coors 2012 Grantor Retained Annuity Trust XII dd 12/11/12
Class B common Stock	13,563	I		by Marilyn E Coors as Trustee of the Peter H. Coors 2013 Grantor Retained Annuity Trust XIII
Class B Common Stock	13,573	I		by Marilyn E Coors as Trustee of the Peter H. Coors 2013 Grantor Retained Annuity Trust XIV
Class B Common Stock	129,365	I		by Marilyn E Coors as Trustee of Peter H. Coors 2013 Grantor Retained Annuity

Class B Common Stock	75,564	I	Trust XV dated 6/7/13 by Marilyn E Coors as Trustee of Peter H Coors 2013 Grantor Retained Annuity Trust XVI u/a 9/9/13
Class B Common Stock	76,474	I	by Marilyn E Coors as Trustee of Peter H Coors 2014 Grantor Retained Annuity Trust XVII u/a 2/28/14
Class B Common Stock	0 <u>(5)</u> <u>(6)</u>	I	by Peter H. Coors Revocable Trust dtd 8/7/09
Class B Common Stock	114,337 <u>(1)</u> <u>(4)</u> <u>(6)</u>	I	by Marilyn E Coors as Trustee of Peter H Coors 2014 Grantor Retained Annuity Trust XIX
Class B Common Stock	1,064	I	by Spouse

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

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SEC 1474
(9-02)

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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)
Employee Stock Option (Right to Buy)	\$ 32.67	03/02/2015		M	30,000	05/18/2006 05/18/2016	Class B Common Stock 30,000

Reporting Owners

Reporting Owner Name / Address	Relationships
COORS PETER H 1225 17TH STREET SUITE 3200 DENVER, CO 80202	Director 10% Owner Officer Other Chairman of the Board

Signatures

Kathleen M. Kirchner, by Power of Attorney
03/04/2015
**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) Reflects the transfer of 38,492 shares of Class B common stock on December 10, 2014 held directly by the reporting person to Maryilyn E. Coors as Trustee of Peter H. Coors 2014 Grantor Retained Annuity Trust XIX.
- (2) The reporting person's option exercise and sale reported in this Form 4 were effected pursuant to Rule 10b5-1 Trading Plan previously adopted by the reporting person in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934.
The price reported represents the weighted average sales price of Class B common stock sold in multiple transactions at prices ranging from \$75.95 to \$76.15, inclusive. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- (3) Reflects the transfer of 23,856 shares of Class B common stock on December 10, 2014 from Marilyn E. Coors as Trustee of Peter H. Coors 2012 Grantor Retained Annuity Trust XII dd 12/11/12 to Marilyn E. Coors as Trustee of Peter H. Coors 2014 Grantor Retained Annuity Trust XIX.
- (4) Reflects (i) the transfer of an additional 7,700 shares of Class B common stock on June 11, 2014 from shares held directly by the reporting person to the Peter H. Coors Revocable Trust dtd 8/7/09, and (ii) the correction of a clerical error of 270 shares.
- (5)

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- Reflects the transfer of 51,989 shares of Class B common stock on December 10, 2014 from the Peter H. Coors Revocable Trust dtd
- (6) 8/7/09 to the reporting person, with a corresponding transfer of such shares from the reporting person to Maryilyn E. Coors as Trustee of Peter H. Coors 2014 Grantor Retained Annuity Trust XIX.

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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