

MOLSON COORS BREWING CO
Form 4
October 01, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
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)
09/29/2015

____ Director
____ Officer (give title below) _____ Other (specify below)
Vice 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) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|--|---|--|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Class B Common Stock | 09/29/2015 | | J ⁽¹⁾ | | 3,000 | A | \$ 0 | 159,222 ⁽²⁾ ₍₃₎ | D | |
| Class B Common Stock | 09/16/2015 | | G | V | 12,996 | D | \$ 0 | 0 ⁽⁴⁾ | I | by Marilyn E & Peter H Coors, Co-Trustees of Peter H Coors 2012 Grantor Retained Annuity |

| | | | |
|----------------------------|------------------------|---|--|
| Class B Common Stock | 13,536,806 | I | Trust XI by Adolph Coors Company LLC |
| Class B Common Stock | 96,394 | I | by Marilyn E & Peter H Coors, Co-Trustees of Peter H Coors 2012 Grantor Retained Annuity Trust XII |
| Class B common Stock | 9,163 | I | by Marilyn E & Peter H Coors, Co-Trustees of Peter H Coors 2013 Grantor Retained Annuity Trust XIII |
| Class B Common Stock | 13,573 | I | by Marilyn E & Peter H Coors, Co-Trustees of Peter H Coors 2013 Grantor Retained Annuity Trust XIV |
| Class B Common Stock | 104,139 ⁽²⁾ | I | by Marilyn E & Peter H Coors, Co-Trustees of Peter H Coors 2013 Grantor Retained Annuity Trust XV |
| Class B Common | 59,576 ⁽⁵⁾ | I | by Marilyn E & Peter H |

| | | | | |
|----------------------------|---|---|--|---|
| Stock | | | | Coors, Co-Trustees of Peter H Coors 2013 Grantor Retained Annuity Trust XVI |
| | | | | by Marilyn E & Peter H |
| Class B Common Stock | 64,029 | I | | Coors, Co-Trustees of Peter H Coors 2014 Grantor Retained Annuity Trust XVII |
| | | | | by Marilyn E & Peter H |
| Class B Common Stock | 114,337 | I | | Coors, Co-Trustees of Peter H Coors 2014 Grantor Retained Annuity Trust XIX |
| | | | | by Marilyn E & Peter H |
| Class B Common Stock | 25,988 | I | | Coors, Co-Trustees of Peter H Coors 2015 Grantor Retained Annuity Trust XX |
| | | | | by Marilyn E & Peter H |
| Class B Common Stock | 67,918 ^{(3) (4)} <u>(5)</u> | I | | Coors, Co-Trustees of Peter H Coors 2015 Grantor Retained Annuity Trust XXI |

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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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 Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

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

Signatures

Kathleen M. Kirchner, by Power of Attorney 10/01/2015
 **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).
 Represents a liquidating distribution of shares of the issuer's Class B common stock from a family limited partnership, of which the (1) reporting person owned a minority limited partnership interest and had no control over any securities held by, or the liquidation of, the family limited partnership.

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- (2) Reflects the transfer of 25,226 Class B common stock on August 10, 2015 from Marilyn E. and Peter H. Coors, Co-Trustees of the Peter H. Coors 2013 Grantor Retained Annuity Trust XV to the reporting person directly.
- (3) Reflects the transfer of 43,987 shares of Class B common stock on September 16, 2015 held directly by the reporting person to Marilyn E. and Peter H. Coors, Co-Trustees of the Peter H. Coors 2015 Grantor Retained Annuity Trust XXI.
Upon termination of the trust on September 16, 2015, 12,996 shares of Class B common stock were distributed to various descendants'
- (4) trusts and the remaining 7,943 shares of Class B common stock were transferred to the Marilyn E. and Peter H. Coors, Co-Trustees of the Peter H. Coors 2015 Grantor Retained Annuity Trust XXI.
Reflects the transfer of 15,988 Class B common stock on September 16, 2015 from Marilyn E. and Peter H. Coors, Co-Trustees of the
- (5) Peter H. Coors 2013 Grantor Retained Annuity Trust XVI to Marilyn E. and Peter H. Coors, Co-Trustees of the Peter H. Coors 2015 Grantor Retained Annuity Trust XXI.

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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