MOLSON COORS BREWING CO

Form 4 May 19, 2006

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * **CLEGHORN JOHN EDWARD**

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

MOLSON COORS BREWING CO

(Check all applicable)

[TAP.A; TAP]

(Middle)

3. Date of Earliest Transaction (Month/Day/Year) 05/18/2006

X_ Director 10% Owner Officer (give title Other (specify

C/O MOLSON COORS BREWING COMPANY, 1225 17TH STREET,

(Street)

(First)

SUITE 3200

(Last)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

DENVER, CO 80202

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially (D) or Owned Following (Instr. 4)

6. Ownership 7. Nature of Indirect Form: Direct Beneficial Indirect (I) Ownership (Instr. 4)

SEC 1474

(9-02)

(A) Code V Amount

Transaction(s) (Instr. 3 and 4) (D) Price

Reported

Class B Common

Stock

05/18/2006

Α 1.500

3,000

D

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

(Month/Day/Year)

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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. Transacti Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Exchangeable Shares of Molson Coors Canada Inc.	<u>(2)</u>					(3)	<u>(4)</u>	Class B Common Stock	2,241
Stock Option (Right to Buy)	\$ 82.2668					<u>(5)</u>	06/26/2013	Class B Common Stock	1,440

Reporting Owners

Reporting Owner Name / Address	Relationships					
. 0	Director	10% Owner	Officer	Other		
CLEGHORN JOHN EDWARD C/O MOLSON COORS BREWING COMPANY 1225 17TH STREET, SUITE 3200 DENVER, CO 80202	X					

Signatures

Laura L. McGee as agent for John E.
Cleghorn

05/19/2006

**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) Mr. Cleghorn received a grant of restricted stock as director compensation. These shares vest in full on the third anniversary of the grant date.
- (2) These shares are exchangeable on a 1-for-1 basis for shares of Molson Coors Brewing Company Class B Common Stock.
- (3) These shares are exchangeable at any time.

Reporting Owners 2

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- (4) There is no expiration date.
- (5) This option is fully vested and exercisable.

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