

MOLSON COORS BREWING CO  
 Form 4  
 May 05, 2015

**FORM 4**

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

OMB APPROVAL

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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)  
 05/01/2015

\_\_\_\_ 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount (A) or (D) Price   |  |   |
| Class B Common Stock            | 05/01/2015                           |  | M                              |   | 30,000 A \$ 32.67   | 187,118 <sup>(1)</sup>                                   | D   |
| Class B Common Stock            | 05/01/2015                           |  | S <sup>(2)</sup>               |   | 21,116 D \$ 73.5441 <sup>(3)</sup>  | 166,002  | D   |
| Class B Common Stock            |                                      |  |                                |   |   | 13,536,806   | I   |
|                                 |                                      |  |                                |   |   | 20,939   | I   |

by Adolph Coors Company LLC

|                            |                      |   |  |  |
|----------------------------|----------------------|---|--|--|
| Class B<br>Common<br>Stock |                      |   |  | by Marilyn<br>E & Peter H<br>Coors,<br>Co-Trustees<br>of Peter H<br>Coors 2012<br>Grantor<br>Retained<br>Annuity<br>Trust XI   |
| Class B<br>Common<br>Stock | 96,394               | I |  | by Marilyn<br>E & Peter H<br>Coors,<br>Co-Trustees<br>of Peter H<br>Coors 2012<br>Grantor<br>Retained<br>Annuity<br>Trust XII  |
| Class B<br>common<br>Stock | 9,163 <sup>(4)</sup> | I |  | by Marilyn<br>E & Peter H<br>Coors,<br>Co-Trustees<br>of Peter H<br>Coors 2013<br>Grantor<br>Retained<br>Annuity<br>Trust XIII |
| Class B<br>Common<br>Stock | 13,573               | I |  | by Marilyn<br>E & Peter H<br>Coors,<br>Co-Trustees<br>of Peter H<br>Coors 2013<br>Grantor<br>Retained<br>Annuity<br>Trust XIV  |
| Class B<br>Common<br>Stock | 129,365              | I |  | by Marilyn<br>E & Peter H<br>Coors,<br>Co-Trustees<br>of Peter H<br>Coors 2013<br>Grantor<br>Retained                          |

|                            |   |   |  |
|----------------------------|---|---|--|
| Class B<br>Common<br>Stock | 75,564                                  | I | Annuity<br>Trust XV<br><br>by Marilyn<br>E & Peter H<br>Coors,<br>Co-Trustees<br>of Peter H<br>Coors 2013<br>Grantor<br>Retained<br>Annuity<br>Trust XVI |
| Class B<br>Common<br>Stock | 64,029 <sup>(5)</sup>                   | I | by Marilyn<br>E & Peter H<br>Coors,<br>Co-Trustees<br>of Peter H<br>Coors 2014<br>Grantor<br>Retained<br>Annuity<br>Trust XVII                           |
| Class B<br>Common<br>Stock | 114,337                                 | I | by Marilyn<br>E & Peter H<br>Coors,<br>Co-Trustees<br>of Peter H<br>Coors 2014<br>Grantor<br>Retained<br>Annuity<br>Trust XIX                            |
| Class B<br>Common<br>Stock | 25,988 <sup>(1) (4)</sup><br><u>(5)</u> | I | by Marilyn<br>E & Peter H<br>Coors,<br>Co-Trustees<br>of Peter H<br>Coors 2015<br>Grantor<br>Retained<br>Annuity<br>Trust XX                             |
| Class B<br>Common<br>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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(9-02)

**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) |                      |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                | Amount or Number of Shares |
| Employee Stock Option (Right to Buy)       | \$ 32.67   | 05/01/2015                           |  | M                              | 30,000  | 05/18/2006   | 05/18/2016  | Class B Common Stock | 30,000                     |

## Reporting Owners

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

## Signatures

Kathleen M. Kirchner, by Power of Attorney  
Date: 05/05/2015

\_\_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 9,143 shares of Class B common stock on March 11, 2015 held directly by the reporting person to Marilyn E. Coors and Peter H. Coors as Co-Trustees of Peter H. Coors 2015 Grantor Retained Annuity Trust XX.
- (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.
- (3) The price reported represents the weighted average sales price of Class B common stock sold in multiple transactions at prices ranging from \$73.50 to \$73.725, inclusive. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff,

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upon request, information regarding the number of shares sold at each price within the range.

Reflects the transfer of 4,400 shares of Class B common stock on March 10, 2015 from Marilyn E. Coors and Peter H. Coors as

- (4) Co-Trustees of Peter H. Coors 2013 Grantor Retained Annuity Trust XIII to Marilyn E. Coors and Peter H. Coors as Co-Trustees of the Peter H. Coors 2015 Grantor Retained Annuity Trust XX.

Reflects the transfer of 12,445 shares of Class B common stock on March 10, 2015 from Marilyn E. Coors and Peter H. Coors as

- (5) Co-Trustees of Peter H. Coors 2014 Grantor Retained Annuity Trust XVII to Marilyn E. Coors and Peter H. Coors as Co-Trustees of the Peter H. Coors 2015 Grantor Retained Annuity Trust XX.

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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