

COORS PETER H

Form 4

January 03, 2019

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)
1801 CALIFORNIA STREET,
SUITE 4600

3. Date of Earliest Transaction
(Month/Day/Year)
12/31/2018

____ Director ____ 10% Owner
____ Officer (give title below) ____ Other (specify below)
Chief Customer Relations Off / Chairman of
the Board

(Street)
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 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	12/31/2018		M	4,000 A <u>1</u>	396,386 <u>2</u>	D	
Class B Common Stock	12/31/2018		D	4,000 D \$ 56.16	392,386	D	
Class B Common Stock					24,275 <u>2</u>	I	by Marilyn E & Peter H Coors, Co-Trustees of Peter H

				Coors 2015 Grantor Retained Annuity Trust XXI
				by Marilyn E & Peter H Coors Co-Trustees of Peter H
Class B Common Stock	0 <u>(2)</u>	I		Coors 2016 Grantor Retained Annuity Trust XXII
				by Marilyn E & Peter H Coors, Co-Trustees of Peter H
Class B Common Stock	32,592 <u>(2)</u>	I		Coors 2017 Grantor Retained Annuity Trust XXIV
				by Peter H. Coors as manager of PHC Funding LLC
Class B Common Stock	151,078	I		
				by Peter H. Coors as manager of PHC Funding LLC II
Class B Common Stock	46,224	I		
				by Adolph Coors Company LLC
Class B Common Stock	13,536,806	I		
				by Spouse
Class B Common Stock	1,064	I		

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)	8. Price or Amount of Derivative Security (Instr. 3)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(1)	12/31/2018		M		4,000		(1)	(1)	Class B Common Stock	4,000	\$

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COORS PETER H 1801 CALIFORNIA STREET, SUITE 4600 DENVER, CO 80202			Chief Customer Relations Off	Chairman of the Board

Signatures

/s/ Kathleen M. Kirchner, Power of Attorney

01/03/2019

__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).

- On December 31, 2018, 4,000 cash-settled restricted stock units ("RSUs"), which were previously granted to the reporting person under
- (1) the Molson Coors Brewing Company's Incentive Compensation Plan, vested and were settled in cash, based on the value of the issuer's Class B common stock on the date of vesting. The remaining RSUs will vest on December 31, 2019.
 - (2) Reflects the following changes in beneficial ownership that occurred on September 14, 2018: (A) the Peter H. Coors 2015 Grantor Annuity Trust XXI transferred 19,210 shares of Class B common stock directly to the reporting person; (B) the Peter H. Coors 2016 Grantor Annuity Trust XXII transferred 63,864 shares of Class B common stock directly to the reporting person; and (C) the Peter H.

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Coors 2017 Grantor Annuity Trust XXIV transferred 72,505 shares of Class B common stock directly to the reporting person.

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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