MOLSON COORS BREWING CO
Form 4
November 13, 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 *
Glendinning Stewart

(Last) (First) (Middle)

1801 CALIFORNIA STREET, SUITE 4600

(Street)

DENVER, CO 80202

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
11/11/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)
Pres&CEO, Molson Coors Canada

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

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	11/11/2015		M		9,500	A	$ 34.57	128,383	D	
Class B Common Stock	11/11/2015		M		10,794	A	$ 45.79	139,177	D	
Class B Common Stock	11/11/2015		F (1)		5,492	D	$ 90	133,685	D	
Class B	11/11/2015		S		9,500	D	$	124,185	D	

Common Stock							88.6878 (2)		
Class B Common Stock	11/11/0015		S		5,302	D	$ 90	118,883	D
Class B Common Stock	11/11/2015		S		416	D	$ 93	118,467	D
Class B Common Stock	11/12/2015		S		2,965	D	$ 93	115,502	D

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

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SEC 1474 (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 Underlying Securitie (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour or Numbe of Sha
Employee Stock Option (Right to Buy)	$ 34.57	11/11/2015		M			9,500	(3)	03/16/2016	Class B Common Stock	9,50
Stock Appreciation Right	$ 45.79	11/11/2015		M (4)			10,794	(5)	05/18/2017	Class B Common Stock	10,79

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Glendinning Stewart 1801 CALIFORNIA STREET, SUITE 4600			Pres&CEO, Molson Coors Canada	

DENVER, CO 80202

Signatures

Kathleen M. Kirchner, by Power of Attorney	11/13/2015
**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) Represents 5,492 shares of Class B common stock withheld by the issuer to cover the exercise price of the 10,794 stock only stock appreciation rights (SOSARS).

(2) The price reported represents the weighted average sales price of Class B common stock sold in multiple transactions at prices ranging from $88.68 to $88.69, 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) The options were granted on March 16, 2006 and vested in equal annual installments over a three year period.

(4) The exercise of the SOSARS results in the expiration of the tandem employee stock options.

(5) The SOSARS vested in full on the third anniversary of the grant date.

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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