

MOLSON COORS BREWING CO

Form 4

October 13, 2016

**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

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(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)  
10/11/2016

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

(Street)

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

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 (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)
Class B Common Stock				(A) or (D)	155,522 <sup>(1)</sup> <u>(2)</u>	D	
Class B Common Stock					13,536,806	I	by Adolph Coors Company LLC
Class B Common Stock					77,780	I	by Marilyn E & Peter H Coors, Co-Trustees

				of Peter H Coors 2012 Grantor Retained Annuity Trust XII
Class B Common Stock	3,376	I		by Marilyn E & Peter H Coors, Co-Trustees of Peter H Coors 2013 Grantor Retained Annuity Trust XIII
Class B Common Stock	5,795 <u>(1)</u>	I		by Marilyn E & Peter H Coors as Co-Trustees of Peter H Coors 2013 Grantor Retained Annuity Trust XIV
Class B Common Stock	85,081 <u>(1)</u>	I		by Marilyn E & Peter H Coors, Co-Trustees of Peter H Coors 2013 Grantor Retained Annuity Trust XV
Class B Common Stock	48,116 <u>(3)</u>	I		by Marilyn E & Peter H Coors as Co-Trustees of Peter H Coors 2013 Grantor Retained Annuity Trust XVI
Class B Common	50,825	I		by Marilyn E & Peter H

Stock				Coors, Co-Trustees of Peter H Coors 2014 Grantor Retained Annuity Trust XVII  by Marilyn E & Peter H
Class B Common Stock	84,454	I		Coors, Co-Trustees of Peter H Coors 2014 Grantor Retained Annuity Trust XIX  by Marilyn E & Peter H
Class B Common Stock	18,748	I		Coors, Co-Trustees of Peter H Coors 2015 Grantor Retained Annuity Trust XX  by Marilyn E & Peter H
Class B Common Stock	56,400 <sup>(4)</sup>	I		Coors, Co-Trustees of Peter H Coors 2015 Grantor Retained Annuity Trust XXI  by Marilyn E & Peter H
Class B Common Stock	153,864 <sup>(2)</sup> <u>(3) (4)</u>	I		Coors, Co-Trustees of Peter H Coors 2016 Grantor Retained Annuity Trust XXII

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.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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 of Underlying Securities (Instr. 3 and 4)		8.	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(5)	10/11/2016		A		12,000		(5)	(5)	Class B Common Stock	12,000

## 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 Vice Chairman of the Board

## Signatures

Kathleen M. Kirchner, Power of  
Attorney 10/13/2016

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 following Class B common stock transfers made to the reporting person directly on August 10, 2016: (i) 19,058 shares from Marilyn E. and Peter H. Coors, Co-Trustees of the Peter H. Coors 2015 Grantor Retained Annuity Trust XV and (ii)

## Edgar Filing: MOLSON COORS BREWING CO - Form 4

7,778 shares from Marilyn E. and Peter H. Coors, Co-Trustees of the Peter H. Coors 2015 Grantor Retained Annuity Trust XIV.

- (2) Reflects the transfer of 130,886 shares of Class B common stock by the reporting person directly on September 15, 2016 to Marilyn E. and Peter H. Coors, Co-Trustees of the Peter H. Coors 2016 Grantor Retained Annuity Trust XXII.
- (3) Reflects the transfer of 11,460 shares of Class B common stock on September 15, 2016 by Marilyn E. and Peter H. Coors, Co-Trustees of the Peter H. Coors 2013 Grantor Retained Annuity Trust XVI to Marilyn E. and Peter H. Coors, Co-Trustees of the Peter H. Coors 2016 Grantor Retained Annuity Trust XXII.
- (4) Reflects the transfer of 11,213 shares of Class B common stock on September 15, 2016 by Marilyn E. and Peter H. Coors, Co-Trustees of the Peter H. Coors 2015 Grantor Retained Annuity Trust XXI to the Marilyn E. and Peter H. Coors, Co-Trustees of the Pete H. Coors 2016 Grantor Retained Annuity Trust XXII.
- (5) The reporting person received a 12,000 cash settled restricted stock unit grant under Molson Coors Brewing Company's Incentive Compensation Plan, which shall vest in equal installments on each of December 31, 2017, December 31, 2018 and December 31, 2019. Vested restricted stock units will be settled in cash, net of tax, based on the value of the issuer's Class B common stock on the date of vesting.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.