

MOLSON COORS BREWING CO

Form 4

September 30, 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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Anand Krishnan

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

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
09/28/2016

____ Director ____ 10% Owner
____ Officer (give title ____ Other (specify
below) below)
Pres & CEO Molson Coors Int'l

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)
Class B Common Stock	09/28/2016		M ⁽¹⁾	10,798 A \$ 45.92	35,705	D	
Class B Common Stock	09/28/2016		M ⁽¹⁾	2,202 A \$ 58.24	37,907	D	
Class B Common Stock	09/28/2016		S ⁽¹⁾	13,000 D \$ 110.6396 (2)	24,907	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 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)	\$ 45.92	09/28/2016		M		10,798		<u>(3)</u>	01/04/2020	Class B Common Stock	10,798
Employee Stock Option (Right to Buy)	\$ 58.24	09/28/2016		M		2,202		<u>(4)</u>	03/07/2024	Class B Common Stock	2,202

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Anand Krishnan 1801 CALIFORNIA STREET, SUITE 4600 DENVER, CO 80202	Pres & CEO Molson Coors Int'l

Signatures

Kathleen M. Kirchner, by Power of
Attorney 09/30/2016

__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) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 Trading Plan previously adopted by the reporting person in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934.

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- The price reported represents the weighted average sales price of Class B common stock sold in multiple transactions at prices ranging
- (2) from \$110.51 to \$110.9601, 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 stock options vest and become exercisable in three equal annual installments beginning on January 4, 2011.
 - (4) The stock options vest and become exercisable in three equal annual installments beginning on March 7, 2015.

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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