

COORS PETER H
Form 4
May 29, 2018

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)
1801 CALIFORNIA STREET,
SUITE 4600

(Street)

DENVER, CO 80202

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
03/09/2018

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

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 | 03/09/2018 | | G | V | 23,520 | D | \$ 0 0 <u>(1)</u> |
| | 03/09/2018 | | G | V | 4,020 | D | \$ 0 0 <u>(2)</u> |

by Marilyn E & Peter H Coors Co-Trustees of Peter H Coors 2014 Grantor Retained Annuity Trust XVII

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| | | | | | | | | |
|----------------------------|------------|---|-------|---|-------------|------------------------|---|--|
| Class B Common Stock | | | | | | | | by Marilyn E & Peter H Coors, Co-Trustees of Peter H Coors 2015 Grantor Retained Annuity Trust XX |
| Class B Common Stock | 05/24/2018 | A | 2,357 | A | \$ 0 (3) | 237,542 (1) (2) (4) | D | |
| Class B Common Stock | | | | | | 43,485 | I | by Marilyn E & Peter H Coors, Co-Trustess of Peter H Coors 2015 Grantor Retained Annuity Trust XXI |
| Class B Common Stock | | | | | | 63,864 | I | by Marilyn E & Peter H Coors 2016 |
| Class B Common Stock | | | | | | 105,097 | I | by Marilyn E & Peter H Coors, Co-Trustees of Peter H Coors 2017 Grantor Retained Annuity Trust XXIV |
| Class B Common Stock | | | | | | 151,078 | I | by Peter H. Coors as manager of PHC Funding LLC |
| Class B Common Stock | | | | | | 46,224 (4) | I | by Peter H. Coors as manager of PHC Funding LLC II |

| | | | |
|----------------------------|------------|---|--------------------------------------|
| Class B Common Stock | 1,064 | I | by Spouse |
| Class B Common Stock | 13,536,806 | I | by Adolph Coors Company LLC |

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.

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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 of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

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

05/29/2018

**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 March 9, 2018, the Peter H. Coors 2014 Grantor Annuity Trust XVII terminated and in connection therewith, (i) 15,159 shares of

(1) Class B common stock were transferred directly to the reporting person and (ii) 23,520 shares of Class B common stock were distributed to various descendants' trusts.

On March 9, 2018, the Peter H. Coors 2015 Grantor Annuity Trust XX terminated and in connection therewith, (i) 8,131 shares of Class

(2) B common stock were transferred directly to the reporting person and (ii) 4,020 shares of Class B common stock were distributed to various descendants' trusts.

(3) The reporting person received a restricted stock unit grant under the Molson Coors Brewing Company's Director Compensation Program, which will vest in full on May 24, 2021.

(4) Reflects the transfer of 46,224 shares of Class B common stock on March 15, 2018 by the reporting person to PHC Funding LLC II.

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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