

MOLSON COORS BREWING CO
Form 4
May 19, 2006

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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.A; TAP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

Director 10% Owner
 Officer (give title below) Other (specify below)

Vice Chairman of the Board

C/O MOLSON COORS BREWING COMPANY, 1225 17TH STREET, SUITE 3200

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

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Class B Common Stock	05/18/2006		A	5,500 A \$ 0 (1)	219,639	D	
Class B Common Stock					1,470,000	I	by the Adolph Coors Jr. Trust (2)
Class B Common Stock					262.41	I	by 401(k)

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Class B Common Stock	532	I	by spouse <u>(3)</u>
Class A Common Stock	1,260,000	I	by Adolph Coors Jr. Trust <u>(2)</u>

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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Employee Stock Option (Right to Buy)	\$ 74.355					<u>(4)</u>	05/12/2005	Class B Common Stock	125,
Employee Stock Option (Right to Buy)	\$ 65.32					02/12/2005 ⁽⁵⁾	02/12/2014	Class B Common Stock	125,
Employee Stock Option (Right to Buy)	\$ 49.015					<u>(4)</u>	02/12/2013	Class B Common Stock	125,
Employee Stock Option (Right to Buy)	\$ 56					<u>(4)</u>	02/14/2012	Class B Common Stock	125,
Employee Stock	\$ 69.095					<u>(4)</u>	02/16/2011	Class B Common	125,

Option (Right to Buy)									Stock
Employee Stock Option (Right to Buy)	\$ 48.4375					(4)	02/17/2010	Class B Common Stock	76,6
Employee Stock Option (Right to Buy)	\$ 51.5938					(4)	01/03/2010	Class B Common Stock	71,9
Employee Stock Option (Right to Buy)	\$ 59.25					(4)	02/16/2009	Class B Common Stock	17,4
Employee Stock Option (Right to Buy)	\$ 56.8438					(4)	01/04/2009	Class B Common Stock	45,3
Employee Stock Option (Right to Buy)	\$ 33.4063					(4)	01/02/2008	Class B Common Stock	71,4
Employee Stock Option (Right to Buy)	\$ 65.33	05/18/2006	A	45,000	05/17/2007(5)		05/17/2016	Class B Common Stock	45,0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COORS PETER H C/O MOLSON COORS BREWING COMPANY 1225 17TH STREET, SUITE 3200 DENVER, CO 80202	X			Vice Chairman of the Board

Signatures

Laura L. McGee as agent for Peter H.
Coors

05/19/2006

__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) Mr. Coors was granted an award of restricted stock, which will vest in full on the third anniversary of the date of grant.
 - (2) Mr. Coors is one of five Trustees of the Adolph Coors Jr. Trust.
 - (3) Mr. Coors no longer has a reportable beneficial interest in 3,123 shares, which were formerly reported as owned indirectly by children.
 - (4) This option is fully vested and exercisable.
 - (5) This option vests in three equal annual installments beginning on the first 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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