

MOLSON COORS BREWING CO
Form 4/A
October 24, 2013

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 *
WALKER SAMUEL D

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)
1225 17TH STREET, SUITE 3200

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/01/2013

____ Director
 Officer (give title below) _____ 10% Owner
_____ Other (specify below)
GloblChiefLegal/PeopleOfficr

DENVER, CO 80202

4. If Amendment, Date Original Filed(Month/Day/Year)
05/03/2013

6. Individual or Joint/Group Filing(Check Applicable Line)
 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Class B Common Stock | 05/01/2013 | | M ⁽¹⁾ | 20,000 | A | \$ 32.66 | 84,050 D |
| Class B Common Stock | 05/01/2013 | | S ⁽²⁾ | 20,000 | D | \$ 51.3855 | 64,050 D |

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

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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) | \$ 32.66 | 05/01/2013 | | M | 20,000 | ⁽³⁾ 02/12/2014 | Class B Common Stock 20,000 |
| Employee Stock Option (Right to Buy) | \$ 37.18 | | | | | ⁽⁴⁾ 03/15/2015 | Class B Common Stock 20,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| WALKER SAMUEL D 1225 17TH STREET SUITE 3200 DENVER, CO 80202 | | | Global Chief Legal/People Officer | |

Signatures

/s/ Samuel D. Walker
10/24/2013
Date

**Signature of Reporting Person

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).
- This report corrects transactions with respect to one of the two options exercised by the reporting person on May 1, 2013, pursuant to a
- (1) 10b5-1 Trading Plan. The Form 4 filed on May 3, 2013 mistakenly reported the cashless exercise of 20,000 options granted on March 15, 2005. The cashless exercise was in fact effected with respect to 20,000 options granted on February 12, 2004.
 - (2) The option exercise and sale 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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(3) The options were granted on February 12, 2004 and vested in equal annual installments over a three year period.

(4) The options were granted on March 15, 2005 and vested in equal annual installments over a three year period.

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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