

COORS PETER H
Form 5
February 14, 2018

FORM 5

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

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

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)

3. Statement of Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2017

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

Chief Customer Relations Off / Chairman of the Board

1801 CALIFORNIA STREET,
SUITE 4600

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

DENVER, CO 80202

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|--|
| Class B Common Stock | 06/09/2017 | | G | 63,060 D | \$ 0 0 ⁽¹⁾ | I | by Marilyn E & Peter H Coors, Co-Trustees of Peter H Coors 2013 Grantor Retained Annuity |

| | | | | | | | | | |
|----------------------------|------------|---|---|--------|---|------|--|---|---|
| Class B Common Stock | 09/15/2017 | Â | G | 35,136 | D | \$ 0 | 0 ⁽²⁾ | I | Trust XV by Marilyn E & Peter H Coors, Co-Trustees of Peter H Coors 2013 Grantor Retained Annuity Trust XVI |
| Class B Common Stock | 12/11/2017 | Â | G | 21,324 | D | \$ 0 | 0 ⁽³⁾ | I | by Marilyn E & Peter H Coors, Co-Trustees of Peter H Coors 2014 Grantor Retained Annuity Trust XIX |
| Class B Common Stock | Â | Â | Â | Â | Â | Â | 258,119 ⁽¹⁾ <u>(2) (3) (4)</u> | D | Â |
| Class B Common Stock | Â | Â | Â | Â | Â | Â | 13,536,806 | I | by Adolph Coors Company LLC |
| Class B Common Stock | Â | Â | Â | Â | Â | Â | 0 ⁽¹⁾ | I | by Marilyn E & Peter H Coors, Co-Trustees of Peter H Coors 2013 Grantor Retained Annuity Trust XIV |
| Class B Common Stock | Â | Â | Â | Â | Â | Â | 38,679 | I | by Marilyn E & Peter H Coors, Co-Trustees of Peter H Coors 2014 Grantor Retained Annuity |

| | | | | | | | | | |
|----------------------------|---|---|---|---|---|---|------------------------|---|--|
| Class B Common Stock | Â | Â | Â | Â | Â | Â | 12,151 | I | Trust XVII by Marilyn & Peter Coors as Co-Trustees of Peter H Coors 2015 Grantor Retained Annuity Trust XX |
| Class B Common Stock | Â | Â | Â | Â | Â | Â | 43,485 ⁽²⁾ | I | by Marilyn E & Peter H Coors, Co-Trustees of Peter H Coors 2015 Grantor Retained Annuity Trust XXI |
| Class B Common Stock | Â | Â | Â | Â | Â | Â | 63,864 ⁽²⁾ | I | by Marilyn E & Peter H Coors, Co-Trustees of Peter H Coors 2016 Grantor Retained Annuity Trust XXII |
| Class B Common Stock | Â | Â | Â | Â | Â | Â | 105,097 ⁽¹⁾ | I | by Marilyn E & Peter H Coors, Co-Trustees of Peter H Coors 2017 Grantor Retained Annuity Trust XXIV |
| Class B Common Stock | Â | Â | Â | Â | Â | Â | 151,078 ⁽⁴⁾ | I | by PHC Funding LLC |
| Class B Common Stock | Â | Â | Â | Â | Â | Â | 1,064 | I | by Spouse |

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) | 8. Price of Derivative Security (Instr. 5) | 9. of D Se B O E Is F (I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--------------------------|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--------------------------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-----------------------|
| | Director | 10% Owner | Officer | Other |
| COORS PETER H 1801 CALIFORNIA STREET, SUITE 4600 DENVER, CO 80202 | Â | Â | Â Chief Customer Relations Off | Chairman of the Board |

Signatures

Kathleen M. Kirchner, Power of Attorney
02/14/2018

**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 June 9, 2017, the Peter H. Coors 2013 Grantor Annuity Trust XV terminated and in connection therewith, (i) 63,060 shares of Class B common stock were distributed to various descendants' trusts and (ii) 22,021 shares of Class B common stock were transferred to the (1) Peter H. Coors 2017 Grantor Annuity Trust XXIV. In addition, on June 9, 2017, (A) the reporting person transferred 77,281 shares of Class B common stock to the Peter H. Coors 2017 Grantor Annuity Trust XXIV, and (B) 5,795 shares of Class B common stock were transferred from the Peter H. Coors 2013 Grantor Annuity Trust XIV to the Peter H. Coors 2017 Grantor Annuity Trust XXIV.

On September 15, 2017, the Peter H. Coors 2013 Grantor Annuity Trust XVI terminated and in connection therewith, (i) 35,136 shares of Class B common stock were distributed to various descendants' trusts and (ii) 12,980 shares of Class B common stock were transferred (2) directly to the reporting person. In addition, on September 15, 2017, (A) the Peter H. Coors 2015 Grantor Annuity Trust XXI transferred 12,915 shares of Class B common stock directly to the reporting person, and (B) the Peter H. Coors 2016 Grantor Annuity Trust XXII transferred 90,000 shares of Class B common stock directly to the reporting person.

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On December 11, 2017, the Peter H. Coors 2014 Grantor Annuity Trust XIX terminated and in connection therewith, (i) 21,324 shares of

(3) Class B common stock were distributed to various descendants' trusts and (ii) 35,183 shares of Class B common stock were transferred directly to the reporting person.

(4) Reflects the transfer of 151,078 shares of Class B common stock by the reporting person to PHC Funding LLC.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.