

MOLSON COORS BREWING CO
 Form 4
 March 06, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *
KIELY W LEO III

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)

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

03/03/2006

Global CEO

(Street)

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 Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | Price | | |
| Class B Common Stock | 03/03/2006 | | M ⁽¹⁾ | 15,000 A | \$ 33.4063 | 81,964 | D |
| Class B Common Stock | 03/03/2006 | | S ⁽¹⁾ | 15,000 D | \$ 65 | 66,964 | D |
| Class B Common Stock | | | | | | 4,490.02 ⁽²⁾ | I by 401(k) |
| Class B Common Stock | | | | | | 4,393 | I by IRA |

Edgar Filing: MOLSON COORS BREWING CO - Form 4

Common
Stock

Class B
Common
Stock

730

I

by Channel
Island
Partnership

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.

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 Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------|--------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount |
| Employee Stock Option (Right to Buy) | \$ 33.4063 | 03/03/2006 | | M ⁽¹⁾ | 15,000 | 01/02/1999 | 01/02/2008 | Class B Common Stock | 15,000 |
| Employee Stock Option (Right to Buy) | \$ 56.8438 | | | | | 01/04/2000 ⁽³⁾ | 01/04/2009 | Class B Common Stock | 32,000 |
| Employee Stock Option (Right to Buy) | \$ 59.25 | | | | | 02/16/2000 ⁽³⁾ | 02/16/2009 | Class B Common Stock | 12,300 |
| Employee Stock Option (Right to Buy) | \$ 59.25 | | | | | 02/16/2000 ⁽³⁾ | 02/16/2009 | Class B Common Stock | 43,000 |
| Employee Stock Option | \$ 51.5938 | | | | | 01/03/2001 ⁽³⁾ | 01/03/2010 | Class B Common Stock | 45,000 |

(Right to Buy)

Employee Stock

Option \$ 48.4375

(Right to Buy)

02/17/2001⁽³⁾ 02/17/2010

Class B
Common
Stock

48,7

Employee Stock

Option \$ 63.1563

(Right to Buy)

08/17/2001⁽³⁾ 08/17/2010

Class B
Common
Stock

9,1

Employee Stock

Option \$ 69.095

(Right to Buy)

02/16/2002⁽³⁾ 02/16/2011

Class B
Common
Stock

120,

Employee Stock

Option \$ 56

(Right to Buy)

02/14/2003⁽³⁾ 02/14/2012

Class B
Common
Stock

120,

Employee Stock

Option \$ 49.015

(Right to Buy)

02/13/2004⁽³⁾ 02/13/2013

Class B
Common
Stock

150,

Employee Stock

Option \$ 65.32

(Right to Buy)

02/12/2005⁽³⁾ 02/12/2014

Class B
Common
Stock

150,

Employee Stock

Option \$ 74.35

(Right to Buy)

05/12/2006⁽³⁾ 05/12/2015

Class B
Common
Stock

175,

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------|-------|
| | Director | 10% Owner | Officer | Other |
| KIELY W LEO III C/O MOLSON COORS BREWING COMPANY 1225 17TH STREET | X | | Global CEO | |

DENVER, CO 80202

Signatures

Laura L. McGee as agent for W. Leo
Kiely, III

03/06/2006

__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. Kiely executed a pre-determined cashless exercise and sale pursuant to a written plan.

(2) The number of shares in Mr. Kiely's 401(k) is derived by combining the value of his contributions with the Company's matches, and dividing the sum by the stock price as of 12/31/03.

(3) This option is fully vested and exercisable.

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