

BOSTON BEER CO INC
Form 4
November 18, 2014

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 *
KOCH C JAMES

(Last) (First) (Middle)

C/O THE BOSTON BEER COMPANY, ONE DESIGN CENTER PLACE, SUITE 850

(Street)

BOSTON, MA 02210

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BOSTON BEER CO INC [SAM]

3. Date of Earliest Transaction (Month/Day/Year)
11/17/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Price (D) | | |
| Class A Common | 11/17/2014 | | S | | \$ 257.51 (1) | D | |
| Class A Common | 11/17/2014 | | S | | \$ 258.86 (2) | D | |
| Class A Common | 11/17/2014 | | S | | \$ 260.03 (3) | D | |
| Class A | 11/17/2014 | | S | | \$ 71,712 | D | |

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| | | | | | | | | | |
|----------------|------------|--|---|-------|------------|------------|---------|---|---|
| Common | | | | | 260.81 | | | | |
| | | | | | <u>(4)</u> | | | | |
| Class A Common | 11/17/2014 | | S | 1,990 | D | \$ 262.04 | 69,722 | D | |
| | | | | | | <u>(5)</u> | | | |
| Class A Common | 11/17/2014 | | S | 590 | D | \$ 262.73 | 69,132 | D | |
| | | | | | | <u>(6)</u> | | | |
| Class A Common | | | | | | | 135,000 | I | By Spouse in Trust under GRAT |
| Class A Common | | | | | | | 44,248 | I | By LLC managed by spouse |
| Class A Common | | | | | | | 23,486 | I | Custodian for children under UGTMA |
| Class A Common | | | | | | | 2,532 | I | By spouse in trust for children |
| Class A Common | | | | | | | 5,000 | I | By Trust as Trustee |
| Class A Common | | | | | | | 3,656 | I | By spouse as custodian for children under UGTMA |

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 | 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 | 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. Nature of Derivative Security Beneficially Owned |
|--|---|--------------------------------------|--|--------------------------------|------------------------------------|--|---|--|---|
|--|---|--------------------------------------|--|--------------------------------|------------------------------------|--|---|--|---|

| Security | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 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 |
| KOCH C JAMES C/O THE BOSTON BEER COMPANY ONE DESIGN CENTER PLACE, SUITE 850 BOSTON, MA 02210 | X | X | Chairman | |

Signatures

Kathleen Wade under POA for the benefit of C. James Koch
 11/18/2014
 **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) The price shown is the weighted average sale price for the transactions reported on this line. The range of sale prices for the 1,561 shares is from \$257.30 to \$258.22. The Filing Person will provide full information regarding the number of shares sold at each separate price upon request of the SEC, the Registrant, or a shareholder of the Registrant.
 - (2) The price shown is the weighted average sale price for the transactions reported on this line. The range of sale prices for the 2,782 shares is from \$258.36 to \$259.26. The Filing Person will provide full information regarding the number of shares sold at each separate price upon request of the SEC, the Registrant, or a shareholder of the Registrant.
 - (3) The price shown is the weighted average sale price for the transactions reported on this line. The range of sale prices for the 1,469 shares is from \$259.48 to \$260.34. The Filing Person will provide full information regarding the number of shares sold at each separate price upon request of the SEC, the Registrant, or a shareholder of the Registrant.
 - (4) The price shown is the weighted average sale price for the transactions reported on this line. The range of sale prices for the 608 shares is from \$260.48 to \$260.91. The Filing Person will provide full information regarding the number of shares sold at each separate price upon request of the SEC, the Registrant, or a shareholder of the Registrant.
 - (5) The price shown is the weighted average sale price for the transactions reported on this line. The range of sale prices for the 1,990 shares is from \$261.48 to \$262.41. The Filing Person will provide full information regarding the number of shares sold at each separate price upon request of the SEC, the Registrant, or a shareholder of the Registrant.
 - (6) The price shown is the weighted average sale price for the transactions reported on this line. The range of sale prices for the 590 shares is from \$262.59 to \$262.89. The Filing Person will provide full information regarding the number of shares sold at each separate price upon request of the SEC, the Registrant, or a shareholder of the Registrant.

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.