

BOSTON BEER CO INC  
Form 4  
October 21, 2016

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
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 \*  
Grinnell David L.

(Last) (First) (Middle)

C/O THE BOSTON BEER COMPANY, INC., 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)  
10/20/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Vice President of Brewing

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Class A Common                  | 10/20/2016                           |  | M <sup>(1)</sup>               | 1,000   | A \$ 95.09  | 4,099 <sup>(3)</sup>                                     | D                                 |
| Class A Common                  | 10/20/2016                           |  | S <sup>(1)</sup>               | 300   | D \$ 155.13   | 3,799 <sup>(3)</sup>                                     | D                                 |
| Class A Common                  | 10/20/2016                           |  | S <sup>(1)</sup>               | 100   | D \$ 156.05   | 3,699 <sup>(3)</sup>                                     | D                                 |
| Class A Common                  | 10/20/2016                           |  | S <sup>(1)</sup>               | 100   | D \$ 157.9  | 3,599 <sup>(3)</sup>                                     | D                                 |
|                                 | 10/20/2016                           |  | S <sup>(1)</sup>               | 200   | D   | 3,399 <sup>(3)</sup>                                     | D                                 |

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|                   |            |  |                  |     |    |          |                      |   |        |
|-------------------|------------|--|------------------|-----|----|----------|----------------------|---|--------|
| Class A<br>Common |            |  |                  |     | \$ |          |                      |   | 159.15 |
| Class A<br>Common | 10/20/2016 |  | S <sup>(1)</sup> | 300 | D  | \$ 160.7 | 3,099 <sup>(3)</sup> | D |        |

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 Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| Class A Common Stock Option                | \$ 95.09   | 10/20/2016                           |  | M <sup>(1)</sup>               | 1,000   | 01/01/2016 <sup>(4)</sup> 12/31/2020                     | Class A Common 30,000   |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                           |       |
|--|---------------|-----------|---------------------------|-------|
|  | Director      | 10% Owner | Officer                   | Other |
| Grinnell David L.<br>C/O THE BOSTON BEER COMPANY, INC.<br>ONE DESIGN CENTER PLACE, SUITE 850<br>BOSTON, MA 02210 |               |           | Vice President of Brewing |       |

## Signatures

|  |            |
|--|------------|
| Michael G. Andrews under POA for the benefit of David Grinnell | 10/21/2016 |
| __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 transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on May 9, 2016.  
  
The price shown is the weighted average sale price for the transactions reported on this line. The range of sale prices for the 300 shares is
- (2) from \$155.05 to \$155.30. 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 shares reported include 437 shares of restricted stock subject to vesting conditions.
- (4) The option vests in five annual installments, on January 1 in the years 2016 to 2020, provided that the Reporting Person remains employed by the Company on the applicable vesting dates.

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.