

MOLSON COORS BREWING CO
Form 4
April 24, 2006

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 *
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)

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

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
04/21/2006

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

DENVER, CO 80202

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

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	04/21/2006		<u>M</u> (1)	15,000	A \$ 33.4063	89,964	D
Class B Common Stock	04/21/2006		<u>S</u> (1)	15,000	D \$ 70	74,964	D
Class B Common Stock						4,490.02	I by 401(k)
Class B Common Stock						4,393	I by IRA

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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.

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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	04/21/2006		M ⁽¹⁾	15,000	⁽²⁾	01/02/2008	Class B Common Stock	15,000
Employee Stock Option (Right to Buy)	\$ 56.8438					01/04/2000 ⁽²⁾	01/04/2009	Class B Common Stock	32,000
Employee Stock Option (Right to Buy)	\$ 59.25					02/16/2000 ⁽²⁾	02/16/2009	Class B Common Stock	12,300
Employee Stock Option (Right to Buy)	\$ 59.25					02/16/2000 ⁽²⁾	02/16/2009	Class B Common Stock	43,000
Employee Stock Option	\$ 51.5938					01/03/2001 ⁽²⁾	01/03/2010	Class B Common Stock	45,000

(Right to Buy)					
Employee Stock Option (Right to Buy)	\$ 48.4375	02/17/2001 ⁽²⁾	02/17/2010	Class B Common Stock	48,7
Employee Stock Option (Right to Buy)	\$ 63.1563	08/17/2001 ⁽²⁾	08/17/2010	Class B Common Stock	9,1
Employee Stock Option (Right to Buy)	\$ 69.095	02/16/2002 ⁽²⁾	02/16/2011	Class B Common Stock	120,
Employee Stock Option (Right to Buy)	\$ 56	02/14/2003 ⁽²⁾	02/14/2012	Class B Common Stock	120,
Employee Stock Option (Right to Buy)	\$ 49.015	02/13/2004 ⁽²⁾	02/13/2013	Class B Common Stock	150,
Employee Stock Option (Right to Buy)	\$ 65.32	02/12/2005 ⁽²⁾	02/12/2014	Class B Common Stock	150,
Employee Stock Option (Right to Buy)	\$ 74.35	05/12/2006 ⁽²⁾	05/12/2015	Class B Common Stock	175,
Employee Stock Option (Right to Buy)	\$ 69.14	03/16/2007 ⁽³⁾	03/16/2016	Class B Common Stock	65,

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

KIELY W LEO III
C/O MOLSON COORS BREWING COMPANY
1225 17TH STREET
DENVER, CO 80202

X

Global CEO

Signatures

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

04/24/2006

__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-planned exercise and sale pursuant to a written plan.
 - (2) This option is fully vested and exercisable.
 - (3) This option vests in three equal annual increments beginning on the first anniversary of the grant date.

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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