

KIELY W LEO III
 Form 4
 December 19, 2005

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

12/15/2005

Global CEO

(Street)

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

6. Individual or Joint/Group Filing(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 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Class B Common Stock | 10/03/2000 | | G ⁽¹⁾ | 276 | D \$ 63.53 | 6,072 | D |
| Class B Common Stock | 10/17/2001 | | G ⁽¹⁾ | 620 | D \$ 44.62 | 3,877 | D |
| Class B Common Stock | 11/21/2001 | | G ⁽¹⁾ | 250 | D \$ 56.53 | 3,627 | D |
| Class B Common Stock | 05/27/2004 | | G ⁽¹⁾ | 396 | D \$ 64.67 | 1,232 | D |

Edgar Filing: KIELY W LEO III - Form 4

| | | | | | | | | | |
|----------------------|------------|--|------------------|--------|---|------------|-------------------------|---|-------------------------------|
| Common stock | | | | | | | | | |
| Class B Common Stock | 12/17/2004 | | G ⁽¹⁾ | 335 | D | \$ 74.28 | 897 | D | |
| Class B Common Stock | 12/17/2004 | | G ⁽¹⁾ | 546 | D | \$ 74.28 | 351 | D | |
| Class B Common Stock | 12/15/2005 | | M ⁽²⁾ | 12,154 | A | \$ 22 | 80,124 | D | |
| Class B Common Stock | 12/15/2005 | | S ⁽²⁾ | 12,154 | D | \$ 65.7822 | 67,970 | D | |
| Class B Common Stock | 12/15/2005 | | G | V 121 | D | \$ 65.99 | 67,849 | D | |
| Class B Common Stock | 12/15/2005 | | G | V 487 | D | \$ 65.99 | 67,362 | D | |
| Class B Common Stock | 12/15/2005 | | G | V 395 | D | \$ 65.99 | 66,964 | D | |
| Class B Common Stock | | | | | | | 4,490.02 ⁽³⁾ | I | by 401(k) |
| Class B Common Stock | | | | | | | 4,393 ⁽⁴⁾ | I | by IRA |
| Class B Common Stock | | | | | | | 730 ⁽⁴⁾ | 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 | 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) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|

Edgar Filing: KIELY W LEO III - Form 4

| Derivative Security | | | or Disposed of (D) (Instr. 3, 4, and 5) | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount Number of Shares |
|--------------------------------------|------------|------------|---|-------------------------|---|-----|--------|---------------------------|-----------------|----------------------|-------------------------|
| Employee Stock Option (Right to Buy) | \$ 22 | 12/15/2005 | | <u>M</u> ⁽²⁾ | | | 12,154 | 01/02/1997 | 01/02/2006 | Class B Common Stock | 12,154 |
| Employee Stock Option (Right to Buy) | \$ 33.4063 | | | | | | | 01/02/1999 ⁽⁵⁾ | 01/02/2008 | Class B Common Stock | 50,000 |
| Employee Stock Option (Right to Buy) | \$ 56.8438 | | | | | | | 01/04/2000 ⁽⁵⁾ | 01/04/2009 | Class B Common Stock | 32,000 |
| Employee Stock Option (Right to Buy) | \$ 59.25 | | | | | | | 02/16/2000 ⁽⁵⁾ | 02/16/2009 | Class B Common Stock | 12,000 |
| Employee Stock Option (Right to Buy) | \$ 59.25 | | | | | | | 02/16/2000 ⁽⁵⁾ | 02/16/2009 | Class B Common Stock | 43,000 |
| Employee Stock Option (Right to Buy) | \$ 51.5938 | | | | | | | 01/03/2001 ⁽⁵⁾ | 01/03/2010 | Class B Common Stock | 45,000 |
| Employee Stock Option (Right to Buy) | \$ 48.4375 | | | | | | | 02/17/2001 ⁽⁵⁾ | 02/17/2010 | Class B Common Stock | 48,000 |
| Employee Stock Option (Right to Buy) | \$ 63.1563 | | | | | | | 08/17/2001 ⁽⁵⁾ | 08/17/2010 | Class B Common Stock | 9,100 |

| | | | | | |
|-----------------------------|-----------|---------------------------|------------|----------------------------|------|
| Employee Stock Option | \$ 69.095 | 02/16/2002 ⁽⁵⁾ | 02/16/2011 | Class B Common Stock | 120, |
| (Right to Buy) | | | | | |
| Employee Stock Option | \$ 56 | 02/14/2003 ⁽⁵⁾ | 02/14/2012 | Class B Common Stock | 120, |
| (Right to Buy) | | | | | |
| Employee Stock Option | \$ 49.015 | 02/13/2004 ⁽⁵⁾ | 02/13/2013 | Class B Common Stock | 150, |
| (Right to Buy) | | | | | |
| Employee Stock Option | \$ 65.32 | 02/12/2005 ⁽⁵⁾ | 02/12/2014 | Class B Common Stock | 150, |
| (Right to Buy) | | | | | |
| Employee Stock Option | \$ 74.35 | 05/12/2006 ⁽⁶⁾ | 05/12/2015 | Class B Common Stock | 175, |
| (Right to Buy) | | | | | |

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 DENVER, CO 80202 | X | | Global CEO | |

Signatures

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

12/19/2005

**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) This transaction has not been previously reported and represents a gift from Mr. Kiely to an institution, or charitable organization.
- (2) Mr. Kiely executed a pre-determined cashless exercise and sale pursuant to a written plan.

Edgar Filing: KIELY W LEO III - Form 4

- (3) 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.
- (4) Mr. Kiely's IRA holdings have previously been reported incorrectly as the total sum of his IRA holdings plus the holdings of a Partnership in which he has an interest.
- (5) This option is fully vested and exercisable.
- (6) This option vests in equal annual increments of one-third beginning on the first anniversary of the date of grant.

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.