BOSTON BEER CO INC

Form 4

January 30, 2014

FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations may continue. See Instruction

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

burden hours per response... 0.5

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** ROPER MARTIN F	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
	BOSTON BEER CO INC [SAM]	(Check all applicable)		
(Last) (First) (Middle)	3. Date of Earliest Transaction			
C/O THE BOSTON BEER COMPANY, INC., ONE DESIGN CENTER PLACE, SUITE 850	(Month/Day/Year) 01/29/2014	X Director 10% Owner Selective title Other (specify below) President and C.E.O.		
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
ROSTON MA 02210	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting		

BOSTON, MA 02210

					_			
(City)	(State)	(Zip) Tab	le I - Non-I	Derivative Securit	ties Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquor Disposed of (E) (Instr. 3, 4 and 5) (A) or Amount (D)	D)	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)
Class A Common	01/29/2014		M(1)	10,000 A	\$ 140.68	11,030	D	
Class A					\$			

Person

Class A Common	01/29/2014	S(1)	2,500	D	\$ 209.77 (2)	8,530	D
Class A Common	01/29/2014	S <u>(1)</u>	4,669	D	\$ 210.77 (3)	3,861	D
Class A Common	01/29/2014	S <u>(1)</u>	2,831	D	\$ 211.34	1,030	D

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(4)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(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. Transactic Code (Instr. 8)	` ,		1	7. Title and A Underlying S (Instr. 3 and	Securi
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Nun of S
Class A Common Stock Option	\$ 140.68	01/29/2014		M	10,000	01/01/2014(5)	12/31/2018(6)	Class A Common	10,

Reporting Owners

Reporting Owner Name / Address	Relationships					
reporting owner runner runners		10% Owner	Officer	Other		
ROPER MARTIN F C/O THE BOSTON BEER COMPANY, INC. ONE DESIGN CENTER PLACE, SUITE 850 BOSTON, MA 02210	X		President and C.E.O.			

Signatures

Kathleen H. Wade under POA for the benefit of Martin F. 01/30/2014 Roper

> **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).
- The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on August 16, (1) 2013.
- (2) The price shown is the weighted average sale price for the transactions reported on this line. The range of sale prices for the 2,500 shares is from \$209.07 to \$210.03. The Filing Person will provide full information regarding the number of shares sold at each separate price

Reporting Owners 2

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upon request of the SEC, the Registrant, or a shareholder of the Registrant.

- The price shown is the weighted average sale price for the transactions reported on this line. The range of sale prices for the 4,669 shares (3) is from \$210.07 to \$211.05. 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.
- The price shown is the weighted average sale price for the transactions reported on this line. The range of sale prices for the 2,831 shares (4) is from \$211.09 to \$211.60. 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 option vests in 5 equal installments; the first on January 1, 2014, and the final vesting on January 1, 2018, subject to the Reporting Person remaining employed by the Issuer on the applicable vesting date.
- (6) With respect to certain shares, the option expires on December 31, 2017. All options are subject to earlier expiration based on certain contingencies.

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.