

BOSTON BEER CO INC
 Form 4
 February 03, 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 *
 ROPER MARTIN F

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 02/02/2016

Director 10% Owner
 Officer (give title below) Other (specify below)
 President and C.E.O.

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

(Street)

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

BOSTON, MA 02210

(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)	
			Code	V	Amount	Price		
Class A Common	02/02/2016		M ⁽¹⁾		10,000	\$ 105.33	A	D
Class A Common	02/02/2016		S ⁽¹⁾		3,272	\$ 174.5 ⁽²⁾	D	D
Class A Common	02/02/2016		S ⁽¹⁾		4,893	\$ 175.43 ⁽³⁾	D	D
Class A Common	02/02/2016		S ⁽¹⁾		2,700	\$ 176.16 ⁽⁴⁾	D	D

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Class A Common	02/02/2016	<u>S(1)</u>	227	D	\$ 177 (5)	2,473	D
Class A Common	02/02/2016	<u>S(1)</u>	200	D	\$ 178.64	2,273	D

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)
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					Date Exercisable		Expiration Date	Title	Amount Number Shares
	Code	V	(A)	(D)					
Class A Common Stock Option	\$ 105.33	02/02/2016		<u>M(1)</u>	10,000	01/01/2014 ⁽⁶⁾	12/31/2018 ⁽⁶⁾	Class A Common	75

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 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. Roper

02/03/2016

 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)

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The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on November 9, 2015.

(2) The price shown is the weighted average sale price for the transactions reported on this line. The range of sale prices for the 3,272 shares is from \$173.93 to \$174.92. 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 4,893 shares is from \$174.93 to \$175.86. 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 1,408 shares is from \$175.93 to \$176.84. 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 227 shares is from \$177.00 to \$177.02. 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 option vests in five 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. 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.

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