

BOSTON BEER CO INC

Form 4

March 12, 2014

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Pagano Robert P

(Last) (First) (Middle)

C/O THE BOSTON BEER
COMPANY, 1 DESIGN CENTER
PL, STE 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)
03/11/2014

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 ____ Other (specify
below) below)

V.P. of Brand Development

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(A) Code (Instr. 8)	4. Securities Acquired 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)
Class A Common	03/11/2014		M	4,000	A \$ 0	4,000	D
Class A Common	03/11/2014		S	2,100	D \$ (1) 238.99	1,900	D
Class A Common	03/11/2014		S	900	D \$ (2) 239.52	1,000	D
Class A Common	03/11/2014		S	1,000	D \$ 0	0	D
					244.27		

(3)

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)	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 86.78	03/11/2014		D	13,000	03/11/2014 ⁽⁴⁾ 03/10/2021	Class A Common	40,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Pagano Robert P C/O THE BOSTON BEER COMPANY 1 DESIGN CENTER PL, STE 850 BOSTON, MA 02210	V.P. of Brand Development

Signatures

Kathleen H. Wade under POA for the benefit of Robert P.
Pagano

03/12/2014

**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 price shown is the weighted average sale price for the transactions reported on this line. The range of sale prices for the 2,100 shares
(1) is from \$238.40 to \$239.23. 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.

(2)

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The price shown is the weighted average sale price for the transactions reported on this line. The range of sale prices for the 900 shares is from \$239.50 to \$239.55. 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 1,000 shares is from \$244.04 to \$244.50. 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 Reporting Person had 13,000 shares vest on 3/11/2014. Provided the Reporting Person is employed by the Company as a full-time employee at the time of vesting, 13,000 shares will vest on 3/11/2015 and 14,000 shares will vest on 3/11/2016.

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.