

BOSTON BEER CO INC
 Form 4
 November 18, 2014

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 *
URICH WILLIAM F

(Last) (First) (Middle)

C/O THE BOSTON BEER COMPANY, INC., ONE DESIGN CENTER PLACE, SUITE 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)
11/17/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Financial Officer

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 Beneficial Ownership (Instr. 4)
Class A Common	11/17/2014		M ⁽¹⁾	5,000 A	\$ 46.6 9,029 ⁽²⁾	D	
Class A Common	11/17/2014		S ⁽¹⁾	2,086 D	\$ 258.5 ⁽³⁾ 6,943 ⁽²⁾	D	
Class A Common	11/17/2014		S ⁽¹⁾	1,059 D	\$ 259.65 ⁽⁴⁾ 5,884 ⁽²⁾	D	
Class A Common	11/17/2014		S ⁽¹⁾	480 D	\$ 260.59 ⁽⁵⁾ 5,404 ⁽²⁾	D	

Class A Common	11/17/2014	S ⁽¹⁾	1,024	D	\$ 261.99	4,380 ⁽²⁾	D
					<u>(6)</u>		
Class A Common	11/17/2014	S ⁽¹⁾	351	D	\$ 262.67	4,029 ⁽²⁾	D
					<u>(7)</u>		

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

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(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)
Class A Common Stock Option	\$ 46.6	11/17/2014		M	5,000	03/01/2011 ⁽⁸⁾ 12/31/2019	Class A Common 5,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

URICH WILLIAM F
C/O THE BOSTON BEER COMPANY, INC.
ONE DESIGN CENTER PLACE, SUITE 850
BOSTON, MA 02210

Chief Financial Officer

Signatures

William F. Urich 11/18/2014

**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).

(1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on August 8, 2014

(2) The shares reported include 702 shares of restricted stock subject to vesting conditions.

The price shown is the weighted average sale price for the transactions reported on this line. The range of sale prices for the 2,086 shares
(3) is from \$258.22 to \$259.21. 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 1,059 shares
(4) is from \$259.24 to \$260.10. 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 480 shares is
(5) from \$260.24 to \$260.99. 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 1,024 shares
(6) is from \$2261.32 to \$262.30. 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 351 shares is
(7) from \$262.59 to \$262.95. 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.

(8) The contingent option vested in five equal installments: the first on March 1, 2011, and the last will vest on January 1, 2015.

(9) An additional 3,800 shares will vest on January 1, 2015 provided that the Reporting Person remains employed by the Issuer on that date.

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.