

BOSTON BEER CO INC

Form 4

October 21, 2016

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Grinnell David L.

(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)
10/20/2016

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 below) ____ Other (specify below)

Vice President of Brewing

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 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 Ownership Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------------|---|---|---|---|--|--|--|
| | | | | (A) or (D) | | | |
| Class A Common | 10/20/2016 | | M ⁽¹⁾ | V Amount Price | | | |
| | | | | | | | |
| Class A Common | 10/20/2016 | | S ⁽¹⁾ | 300 D \$ 155.13 | 4,099 ⁽³⁾ | D | |
| | | | | ⁽²⁾ | | | |
| Class A Common | 10/20/2016 | | S ⁽¹⁾ | 100 D \$ 156.05 | 3,699 ⁽³⁾ | D | |
| Class A Common | 10/20/2016 | | S ⁽¹⁾ | 100 D \$ 157.9 | 3,599 ⁽³⁾ | D | |
| | 10/20/2016 | | S ⁽¹⁾ | 200 D | 3,399 ⁽³⁾ | D | |

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| | | | | | | | |
|-------------------|------------|------------------|-----|---|--------------|----------------------|---|
| Class A Common | | | | | \$ 159.15 | | |
| Class A Common | 10/20/2016 | S ⁽¹⁾ | 300 | D | \$ 160.7 | 3,099 ⁽³⁾ | D |

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) | | | |
|---|--|---|---|--------------------------------------|---|--|-----|---|--------------------|-------------------|-------------------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Class A Common Stock Option | \$ 95.09 | 10/20/2016 | | M ⁽¹⁾ | | 1,000 | | 01/01/2016 ⁽⁴⁾ | 12/31/2020 | Class A Common | 30,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--|----------------------------------|
| | Director 10% Owner Officer Other |
| Grinnell David L. C/O THE BOSTON BEER COMPANY, INC. ONE DESIGN CENTER PLACE, SUITE 850 BOSTON, MA 02210 | Vice President of Brewing |

Signatures

| | |
|--|------------|
| Michael G. Andrews under POA for the benefit of David Grinnell | 10/21/2016 |
| <u> </u> 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 transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on May 9, 2016.

The price shown is the weighted average sale price for the transactions reported on this line. The range of sale prices for the 300 shares is
(2) from \$155.05 to \$155.30. 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.
- (3) The shares reported include 437 shares of restricted stock subject to vesting conditions.
- (4) The option vests in five annual installments, on January 1 in the years 2016 to 2020, provided that the Reporting Person remains employed by the Company on the applicable vesting dates.

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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