

KOCH C JAMES
Form 4
December 19, 2018

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 *
KOCH C JAMES

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)
12/18/2018

____ Director _____ 10% Owner
____ Officer (give title below) _____ Other (specify below)
Chairman

C/O THE BOSTON BEER COMPANY, 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 or Disposed of (A) or (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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|--|---|--|--|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Class A Common | 12/18/2018 | | G ⁽¹⁾ | V | 16,300 | D | \$ 0 84,697 ⁽²⁾ D |
| Class A Common | 12/18/2018 | | G ⁽¹⁾ | V | 1,850 | D | \$ 0 82,847 ⁽²⁾ D |
| Class A Common | 12/18/2018 | | G ⁽¹⁾ | V | 16,300 | A | \$ 0 39,300 I |
| Class A | | | | | | | 44,248 I By LLC |

By Foundation managed by Reporting Person

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| | | | | | | |
|----------------|--------|---|--|--|--|---|
| Common | | | | | | managed by spouse |
| Class A Common | 23,486 | I | | | | Custodian for children under UGTMA |
| Class A Common | 5,000 | I | | | | By Trust as Trustee |
| Class A Common | 3,656 | I | | | | By spouse as custodian for children under UGTMA |
| Class A Common | 2,532 | I | | | | By spouse in trust for children |

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.

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | Code | V (A) (D) | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------|-------|
| | Director | 10% Owner | Officer | Other |
| KOCH C JAMES C/O THE BOSTON BEER COMPANY | | | Chairman | |

ONE DESIGN CENTER PLACE, SUITE 850
BOSTON, MA 02210

Signatures

Michael G. Andrews under POA for the benefit of Koch C.
James

12/19/2018

__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).

This transaction is a Form 5 transaction being voluntarily reported early. On the Transaction Date, the Reporting Person gifted 16,300

(1) shares from his direct ownership into a foundation he controls. Also on the Transaction Date, the Reporting Person gifted 1,850 shares from his direct ownership to a charitable foundation for which he exercises no control or ownership.

(2) The shares reported include 654 shares of restricted stock subject to vesting conditions.

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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