

MOLSON COORS BREWING CO
 Form 3
 February 17, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Pentland Securities (1981) Inc. | | | (Month/Day/Year) | MOLSON COORS BREWING CO [TAP] | |
| (Last) | (First) | (Middle) | 02/09/2005 | | |
| 335 8TH AVE S.W. | | | 4. Relationship of Reporting Person(s) to Issuer | | |
| (Street) | | | (Check all applicable) | | |
| CALGARY, Â A0Â T2P 1C9 | | | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | | |
| (City) | (State) | (Zip) | 5. If Amendment, Date Original Filed(Month/Day/Year) | | |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Class B Common Stock | 234 | D | Â |

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|--|---|--|
|---|---|---|--|---|--|

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|---|------------------|------------------|----------------------|----------------------------|-------------------|----------------------------|---|
| Class A Common Stock | 02/09/2005 | ∞ ⁽¹⁾ | Class B Common Stock | 126 | \$ ⁽⁴⁾ | I | By U.S. Voting Trust |
| Class A exchangeable shares of Molson Coors Canada Inc. | 02/09/2005 | ∞ ⁽²⁾ | Class A Common Stock | 928,612 | \$ ⁽⁴⁾ | I | By Canadian Voting Trust |
| Class A Common Stock ⁽³⁾ | 02/09/2005 | ∞ ⁽¹⁾ | Class B Common Stock | 928,612 | \$ ⁽⁴⁾ | I | By U.S. Voting Trust |
| Class A exchangeable shares of Molson Coors Canada Inc. | 02/09/2005 | ∞ ⁽²⁾ | Class A Common Stock | 333,529 | \$ ⁽⁴⁾ | I | By Canadian Voting Trust ⁽⁵⁾ |
| Class A Common Stock ⁽³⁾ | 02/09/2005 | ∞ ⁽¹⁾ | Class B Common Stock | 333,529 | \$ ⁽⁴⁾ | I | By U.S. Voting Trust ⁽⁵⁾ |
| Class B exchangeable shares of Molson Coors Canada Inc. | 02/09/2005 | ∞ ⁽²⁾ | Class B Common Stock | 1,724,566 | \$ ⁽⁴⁾ | D | ∞ |
| Class B exchangeable shares of Molson Coors Canada Inc. | 02/09/2005 | ∞ ⁽²⁾ | Class B Common Stock | 619,411 | \$ ⁽⁴⁾ | I | By 4280061 Canada Inc. ⁽⁶⁾ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Pentland Securities (1981) Inc. 335 8TH AVE S.W. CALGARY, ∞ A0∞ T2P 1C9 | ∞ | ∞ X | ∞ | ∞ |

Signatures

/s/ Andrew Thomas Molson - President

02/16/2005

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) No expiration date.

The Class A exchangeable shares and Class B exchangeable shares are redeemable by a subsidiary of Molson Coors Brewing Company at

(2) any time after February 9, 2045 for the corresponding class of Molson Coors Common Stock or, for non-affiliates only, the equivalent value in cash.

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- (3) These shares of Class A Common Stock are not outstanding but are issuable upon conversion of the Class A exchangeable shares of Molson Coors Canada Inc.
- (4) These shares are convertible on a 1-for-1 basis.
- (5) These shares are owned indirectly through the respective Voting Trusts by 4280661 Canada Inc., which is a wholly owned subsidiary of Pentland Securities (1981) Inc.
- (6) These shares are owned directly by 4280661 Canada Inc.

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.