

BOSTON BEER CO INC
Form 4
January 03, 2008

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 *
ROPER MARTIN 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)

01/01/2008

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)
President and C.E.O.

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 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)
				(A) or (D)			
Class A Common	01/01/2008		M	1,248	A \$ 8.68	12,149	D
Class A Common	01/01/2008		M	2,279	A \$ 11.079	14,428	D
Class A Common	01/01/2008		M	1,029	A \$ 12.684	15,457	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
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SEC 1474
(9-02)

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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 Number Shares
Restricted Stock Purchase	\$ 8.68	01/01/2008		M			1,248	<u>(1)</u>	<u>(1)</u>	Class A Common	6,240
Restricted Stock Purchase	\$ 11.079	01/01/2008		M			2,279	<u>(1)</u>	<u>(1)</u>	Class A Common	11,390
Restricted Stock Purchase	\$ 12.684	01/01/2008		M			1,029	<u>(1)</u>	<u>(1)</u>	Class A Common	5,147
Employee Stock Option (right to buy)	<u>(2)</u>	01/01/2008		A		753,864		<u>(3)</u>	<u>(4)</u>	Class A Common Stock	753,864

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROPER MARTIN F C/O THE BOSTON BEER COMPANY, INC. ONE DESIGN CENTER PLACE, SUITE 850 BOSTON, MA 02210	X		President and C.E.O.	

Signatures

Martin F. Roper 01/03/2008

__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)

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Restricted Stock Purchase pursuant to the Investment Share Program under the issuer's Employee Equity Incentive Plan, shares vest 20% over 5 years from date of purchase.

The exercise price is to be determined by multiplying \$42.00 by the aggregate change in the DJ Wilshire 5000 Index from and after

(2) January 1, 2008 through the close of business on the trading date next preceding each date on which the option is exercised. The minimum exercise price is \$37.65.

(3) The option shall become exercisable as to 150,772 shares on January 1, 2014, and as to an additional 150,773 shares on January 1 in each of the years 2015, 2016, 2017 and 2018.

(4) The close of business on December 31, 2017 as to the 603,091 shares theretofore vested and December 31, 2018 as to the 150,773 shares that vest on January 1, 2018.

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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