

BOSTON BEER CO INC
 Form 3/A
 January 04, 2008

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)

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|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Grinnell David L.</p> <p>(Last) (First) (Middle)</p> <p>C/O THE BOSTON BEER COMPANY, INC.,Â ONE DESIGN CENTER PLACE, SUITE 850</p> <p>(Street)</p> <p>BOSTON, MA,Â X1Â 02210</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>01/01/2008</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>BOSTON BEER CO INC [SAM]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Vice President of Brewing</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>01/03/2008</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

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 A Common Stock | 692 | D | Â |

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

SEC 1473 (7-02)

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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 | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|-----------------------------------------------|-------------------------------------------------------------|------------------------------------------------------------------|---------------------------|----------------------|--------------------------------------------|
|-----------------------------------------------|-------------------------------------------------------------|------------------------------------------------------------------|---------------------------|----------------------|--------------------------------------------|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|-----------------------------|------------------|-----------------|---------------------|----------------------------|------------------------------|---------------------------------------------------------------|------------|
| Stock Option (Right to Buy) | Â (1) | Â (1) | Class A Common | 2,500 | \$ 35.98 | D | Â |
| Stock Option (Right to Buy) | Â (2) | Â (2) | Class A Common | 4,500 | \$ 24.95 | D | Â |
| Stock Option (Right to Buy) | Â (3) | Â (3) | Class A Common | 5,200 | \$ 21.14 | D | Â |
| Stock Option (Right to Buy) | Â (4) | Â (4) | Class A Common | 5,400 | \$ 18.465 | D | Â |
| Stock Option (Right to Buy) | 01/01/2008 | 01/01/2013 | Class A Common | 2,400 | \$ 14.47 | D | Â |
| Restricted Stock Award | Â (5) | Â (5) | Class A Common | 963 | \$ 0 | D | Â |
| Restricted Stock Award | Â (6) | Â (6) | Class A Common | 889 | \$ 0 | D | Â |

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, X1 02210

Â Â Â Vice President of Brewing Â

Signatures

David L.
Grinnell 01/04/2008

**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).

- Reporting Person's right to exercise this option is contingent upon the Company's 2007 performance against a benchmark, which performance will be determined by the Compensation Committee of the Company's Board of Directors on or before March 1, 2008. If the Company does not meet the benchmark the Option shall lapse as to 50% or all of the shares, based on the Board's determination. If the benchmark is met or exceeded, the option may become exercisable as to a maximum of 500 shares on March 1, 2008 and subsequently a maximum of 500 shares on each of 1/1/09, 1/1/10, 1/1/11 and 1/1/12, so long as the Reporting Person continues to be employed by the Company on the applicable vesting date.
- (1)
- (2) Of this option, 1,800 shares have vested. 900 shares will vest on 1/1/09, 900 shares will vest on 1/1/10 and 900 shares will vest on 1/1/11, so long as the Reporting Person continues to be employed by the Company on the applicable vesting date.

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- (3) Of this option, 2,000 shares are vested. 1,600 shares will vest on 1/1/09 and 1,600 shares will vest on 1/1/10, so long as the Reporting Person continues to be employed by the Company on the applicable reporting date.
- (4) Of this option, 3,600 shares are vested. The remaining 1,800 shares will vest on 1/1/09, so long as the Reporting Person continues to be employed by the Company on the applicable vesting date.
- (5) 321 shares will vest on each of 1/1/09, 1/1/10 and 1/1/11, so long as the Reporting Person continues to be employed by the Company on the applicable vesting date.
- (6) 222 shares will vest on each of 1/1/09, 1/1/10 and 1/1/11 and 1/1/12 shares will vest on 1/1/12, so long as the Reporting Person continues to be employed by the Company on the applicable vesting 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.