

MOLSON COORS BREWING CO
Form 4
August 05, 2009

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 *
Nooya Investments LTD

2. Issuer Name and Ticker or Trading Symbol
MOLSON COORS BREWING CO
[TAP]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
335 8TH AVENUE S.W., SUITE 700
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/30/2009

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

CALGARY, A0 T2P 1C9

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

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 (A) 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 (Instr. 4)
Class B Common Stock	07/30/2009		C	48,568 A	48,568	D	
Class B Common Stock					468	I	By Pentland Securities (1981) Inc. (2)

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

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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 of Number of Shares
Class B exchangeable shares of Molson Coors Canada Inc.	(3)	07/30/2009		C	48,568	(4) (5)		Class B Common Stock	48,568
Class B exchangeable shares of Molson Coors Canada Inc.	(3)					(4) (5)		Class B Common Stock	3,449,100

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Nooya Investments LTD 335 8TH AVENUE S.W., SUITE 700 CALGARY, A0 T2P 1C9		X		

Signatures

/s/ Stephen T. Molson,
President

08/05/2009

__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) These shares were acquired in exchange for the same number of Class B exchangeable shares of Molson Coors Canada Inc.

(2)

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These shares are owned directly by Pentland Securities (1981) Inc. ("Pentland"), which is owned by Nooya Investments Limited ("Nooya") and another shareholder. Nooya disclaims beneficial ownership of these shares except to the extent of its pecuniary interest therein.

- (3) Exchangeable on a 1-for-1 basis for shares of Class B common stock of Molson Coors Brewing Company ("Molson Coors").
- (4) These shares are exchangeable at any time.
- (5) No expiration date, but redeemable by a subsidiary of Molson Coors at any time after February 9, 2045 for shares of Class B common stock of Molson Coors.

Remarks:

Exhibit List

Exhibit 24 Confirming Statement

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.