

Grinnell David L.  
Form 4  
January 04, 2011

**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 \*  
Grinnell David L.

(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)  
01/01/2011

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)  
Vice President of Brewing

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 (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)
			Code	V	Amount (A) or (D) Price		
Class A Common	01/01/2011		M		321 A \$ 0 1,289	D	
Class A Common	01/01/2011		M		222 A \$ 0 1,511	D	
Class A Common	01/01/2011		M		319 A \$ 0 1,830	D	
Class A Common	01/01/2011		M		422 A \$ 0 2,252	D	
Class A Common	01/01/2011		M		257 A \$ 0 2,509	D	

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Class A Common	01/01/2011	M	155	A	\$ 22.59	2,664	D
Class A Common	01/01/2011	M	125	A	\$ 27.96	2,789	D

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

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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. Amount or Number of Shares			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Award	\$ 0	01/01/2011		M			321	(2)	(2)	Class A Common	1,603
Restricted Stock Award	\$ 0	01/01/2011		M			222	(1)	(1)	Class A Common	1,111
Restricted Stock Award	\$ 0	01/01/2011		M			422	(2)	(2)	Class A Common	2,112
Restricted Stock Award	\$ 0	01/01/2011		M			319	(3)	(3)	Class A Common	1,593
Restricted Stock Award	\$ 0	01/01/2011		A			257	(4)	(4)	Class A Common	1,287
Restricted Stock Purchase	\$ 22.59	01/01/2011		M			154	(5)	(5)	Class A Common	774
Restricted Stock Purchase	\$ 27.96	01/01/2011		M			625	(5)	(5)	Class A Common	625
	\$ 95.09	01/01/2011		A			30,000	(6)	(6)		30,000

Stock  
Option  
(Right to  
Buy)

Class A  
Common

## 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 02210			Vice President of Brewing	

## Signatures

David Grinnell                      01/04/2010

\*\*Signature of                      Date  
Reporting Person

## 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) 223 shares will vest on 1/1/2012, so long as the Reporting Person continues to be employed by the Company on the applicable vesting date.
- (2) 422 shares will vest on 1/1/12, 423 shares will vest on 1/1/13 and 1/1/14, so long as the Reporting Person continues to be employed by the Company on the applicable vesting date.
- (3) 319 shares will vest on each of 1/1/12 and 1/1/13, so long as the Reporting Person continues to be employed by the Company on the applicable vesting date.
- (4) 257 shares will vest on each of 1/1/12 and 1/1/13, 258 shares will vest on each of 1/1/14 and 1/1/15 so long as the Reporting Person continues to be employed by the Company on the applicable vesting date.
- (5) 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.
- (6) So long as the Reporting Person continues to be employed by the Company on the applicable vesting date, 18,000 shares shall vest on January 1, 2016, and 3,000 shares shall vest on January 1 in each of the years 2017, 2018, 2019 and 2020.

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.