

BOSTON BEER CO INC
 Form 4
 March 13, 2015

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 *
 Lance Thomas W

(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)
 03/11/2015

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)
 VP Operations

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 Indirect Ownership (Instr. 4)
				(A) or (D)	Price		
Class A Common	03/11/2015		M	5,000 A	\$ 18.51 8,342 ⁽¹⁾	D	
Class A Common	03/11/2015		M	1,000 A	\$ 95.09 9,342 ⁽¹⁾	D	
Class A Common	03/11/2015		S	4,000 D	\$ 259.98 ⁽²⁾ 5,342	D	
Class A Common	03/11/2015		S	800 D	\$ 261 4,542	D	
	03/11/2015		S	700 D	\$ 262 3,842	D	

Class A
Common

Class A Common 03/11/2015 S 500 D \$ 263 3,342 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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class A Common Stock Option	\$ 18.51	03/11/2015		M	5,000	03/01/2011 ⁽³⁾ 03/13/2019	Class A Common	60,000	
Class A Common Stock Option	\$ 95.09	03/11/2015		M	1,000	03/01/2012 ⁽⁴⁾ 12/31/2020	Class A Common	5,000	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Lance Thomas W
C/O THE BOSTON BEER COMPANY, INC.
ONE DESIGN CENTER PLACE, SUITE 850
BOSTON, MA 02210

VP Operations

Signatures

Kathleen Wade under POA for the benefit of Thomas W.
Lance

03/13/2015

__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) The shares reported include 487 shares of restricted stock subject to vesting conditions.

The price shown is the weighted average sale price for the transactions reported on this line. The range of sale prices for the 4,000 shares
(2) is from \$259.70 to \$260.50. The Filing Person will provide full information regarding the number of shares sold at each separate price upon request of the SEC, the Registrant, or a shareholder of the Registrant.

(3) On 3/13/2009, the Issuer granted the Reporting Person a contingent vesting option of 60,000 shares of Class A Common Stock. The option vested in three equal installments: The first on on 3/1/2011, the second on 03/01/2012, and the third on 03/01/2013.

On 01/01/2011, the Issuer granted the Reporting Person a contingent vesting option of 5,000 shares of Class A Common Stock. The
(4) option will vest in five equal installments: The first on on 03/01/2012, the second on 01/01/2013, the third on 01/01/2014, the fourth on 01/01/2015, and the fifth on 01/01/2016.

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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