

FORM 4

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION
Washington, D.C. 20549**

OMB APPROVAL
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**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(f) of the
Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
COORS PETER H			MOLSON COORS BREWING CO			<input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)			<input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below)		
1225 17TH STREET, SUITE 3200			5/13/2012			Vice Chairman of the Board		
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
DENVER, CO 80202						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class B Common Stock	5/13/2012		A (1)		21038.0000	A	\$0.0000	442672.0000	D	
Class B Common Stock	5/13/2012		F (2)		8643.0000	D	\$41.3200	434029.0000	D	
Class B Common Stock	5/14/2012		F (3)		3911.0000	D	\$40.9300	430118.0000	D	
Class B Common Stock								21445988.0000	I	by Adolph Coors Company LLC
Class B Common Stock								20334.0000	I	by Marilyn E Coors as Trustee of Peter H Coors 2010 grantor Retained Annuity Trust V dtd 10/8/2010
Class B Common Stock								52175.0000	I	by Marilyn E Coors as Trustee of Peter H Coors 2010 Grantor Ret'd Annuity Trust IV dtd 8/16/10

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class B Common Stock								52970.0000	I	by Marilyn E Coors as Trustee of Peter H Coors 2011 Ret'd Annuity Trust VIII dtd 12/9/11
Class B Common Stock								50312.0000	I	by Marilyn E Coors as Trustee of the Peter H Coors 2010 Grantor Retained Annuity Trust dtd 5/27/10
Class B Common Stock								139993.0000	I	by Marilyn E Coors as TTEE of the Peter H Coors 2011 Grantor Retained Annuity Trust VII dtd 9/2/11
Class B Common Stock								1064.0000	I	By Spouse

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

- (1) Represents shares of Class B common stock issued to the reporting person in exchange for performance units (PUs) granted on 5/14/09 under the Molson Coors Brewing Company Incentive Compensation Plan. The PUs vested in accordance with their terms upon the achievement of certain specified performance goals applicable to such PUs.
- (2) Represents shares of Class B common stock withheld in lieu of cash payment for applicable taxes in connection with the vesting of PUs issued to the reporting person on 5/14/09 as reported in this Form 4.
- (3) Represents shares of Class B common stock withheld in lieu of cash payment for applicable taxes in connection with the vesting of previously reported RSUs issued to the reporting person on 5/14/09.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COORS PETER H				

1225 17TH STREET SUITE 3200 DENVER, CO 80202	X	X	Vice Chairman of the Board
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Signatures

Margaret A. Beck, by Power of Attorney

5/15/2012

** Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.