

[ ] 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

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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 <b>and</b> Ticker or Trading Symbol							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
MATTHEWS GARY S				]	MOLSON COORS BREWING CO [ TAP.A; TAP ]							<b>X</b> Dire	ctor		10% (	Owner	
(Last)	(First)	rst) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)							Officer (give title below) Other (specify below)					
C/O MOLSO COMPANY, SUITE 3200							2/1	13/	/2006								
	(Street)				4. If Amendment, Date Original Filed (MM/DD/YYYY)							6. Individual or Joint/Group Filing (Check Applicable Line)					
DENVER, CO	(State)		(Zip)												Reporting Per		n
		Tab	ole I - Non	-Deri	ivativ	e Securi	ties A	equ	uired, D	isp	osed o	of, or B	Seneficiall <sub>y</sub>	y Owned			
1.Title of Security (Instr. 3)				2. Ti Date	÷		3. Trans. Code (Instr. 8)		(A) or Di (D) (Instr. 3,	an (A) or	sed of		unt of Securiti ng Reported T and 4)			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class B Common Stock 2/1				2/13	/2006		P		200	A	\$63.29		200			I	by IRA
Class B Common Stock													752			D	
Tab	ole II - De	rivati	ive Securi	ties B	enefi	cially O	wned (	e.,	g., put	s, c	alls, w	varrant	s, options	, convert	ible secur	ities)	
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	se Date	Execution Condition Date, if any	Trans. Code	Deriv Secur Acqu Dispo		6. Date Exercisable and Expiration Date  Date Expiration			(	7. Title and Amou Securities Underly Derivative Securit (Instr. 3 and 4)		Derivativ Security (Instr. 5)	Derivative Security	f 9. Number of derivative Securities Beneficially Owned Following Reported Transaction	Derivative Security: Direct (D) or Indirect (I) (Instr.	Beneficial
				Code V	(A)	(D)	Exercisable		Expiration Date			ares	Number of		(s) (Instr. 4)		

## **Explanation of Responses:**

Reporting Owners

reporting 6 where							
Paparting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
MATTHEWS GARY S							
C/O MOLSON COORS BREWING COMPANY							
	X						
1225 17TH STREET, SUITE 3200							
DENVER, CO 80202							

## **Signatures**

Laura L. McGee as agent for Gary S. Matthews

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.