# MOLSON COORS BREWING CO

## FORM 4

(Statement of Changes in Beneficial Ownership)

# Filed 5/22/2007 For Period Ending 5/18/2007

Address P.O. BOX 4030, MAIL #NH375

GOLDEN, Colorado 80401

Telephone 303-277-3271

CIK 0000024545

Industry Beverages (Alcoholic)
Sector Consumer/Non-Cyclical

Fiscal Year 12/26





[ ] 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 and 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 ]								OX_Direc	ctor	-	10% (	Owner	
(Last)	(Last) (First) (Middle)				3. Date of Earliest Transaction (MM/DD/YYYY)							YYYY	Y) Officer below)	Officer (give title below) Other (specify below)				
C/O MOLSON COORS BREWING COMPANY, 1225 17TH STREET, SUITE 3200					5/18/2007													
(Street)					4. If Amendment, Date Original Filed (MM/DD/YYYY)									6. Individual or Joint/Group Filing (Check Applicable Line)				
DENVER, CO	O 80202 (State)		(Zip)												Reporting Per		n	
		Tab	ole I - Non	ı-Der	ivativ	e Securi	ties Acq	ui	red, Di	spos	sed	l of,	or Beneficially	y Owned				
				2. T Dat	Trans.	2A. Deemed Execution Date, if	3. Trans. Code (Instr. 8)	4. Securi Acquired Disposed (Instr. 3,	(A) or of (D) (Instr. 4 and 5)		F (		nount of Securities Beneficially Owned wing Reported Transaction(s) . 3 and 4)			7. Nature of Indirect Beneficial Ownership		
						any	Code	v	Amount	(A) or (D)	Pr	rice				or Indirect (I) (Instr. 4)	(Instr. 4)	
Class B Common Stock 5/				5/1	8/2007		A		1080	A	\$0	(1)	3	3332				
Class B Common Stock					200						I	By IRA						
Tab	ole II - De	rivati	ive Securi	ities B	Benefi	cially O	wned ( e.	.g.	, puts,	cal	ls,	war	rants, options,	convert	ible secur	ities)		
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		Deemed Execution On Date, if any	4. Frans. Code Instr. 8	Deriv Secur Acqui Dispo		6. Date Exercisable and Expiration Date			7. Title and Amou Securities Underly Derivative Securit (Instr. 3 and 4)		tive Se 3 and	nderlying ecurity 4)	Derivative Security (Instr. 5)	of derivative Securities Beneficially Owned Following Reported	ownership ive Form of less Derivative cially I Direct (D) ring or Indirect ed (I) (Instr. ction 4)	Beneficial	
				Code V	(A) (D)		Date Expir Exercisable Date		Expiration Date	Title Amount or N Shares			nt or Number of		(s) (Instr. 4)			

#### **Explanation of Responses:**

(1) Mr. Matthews received a grant of restricted stock as director compensation. These shares vest in full on the third anniversary of the grant date.

Reporting Owners

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**

### Samuel D. Walker as agent for Gary S. Matthews

5/22/2007

\*\* 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.