

# MOLSON COORS BREWING CO

## FORM 3/A

(Amended Statement of Beneficial Ownership)

Filed 3/8/2005 For Period Ending 2/9/2005

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	12/28

# FORM 3

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

OMB APPROVAL  
OMB Number: 3235-0104  
Expires: January 31, 2008  
Estimated average burden  
hours per response... 0.5

## INITIAL STATEMENT OF 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

1. Name and Address of Reporting Person * <b>Noonan Cathy</b>  (Last) (First) (Middle)	2. Date of Event Requiring Statement (MM/DD/YYYY) <b>2/9/2005</b>	3. Issuer Name <b>and</b> Ticker or Trading Symbol  <b>MOLSON COORS BREWING CO [TAP.A; TAP]</b>
<b>C/O MOLSON COORS BREWING COMPANY, 311 10TH STREET, NH311</b>  (Street)	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  ____ Director _____ 10% Owner __X__ Officer (give title below) _____ Other (specify below) <b>Global Chief Synergies Officer /</b>	
<b>GOLDEN, CO 80401-0300</b>  (City) (State) (Zip)	5. If Amendment, Date Original Filed (MM/DD/YYYY)  <b>2/18/2005</b>	6. Individual or Joint/Group Filing (Check Applicable Line)  __X__ Form filed by One Reporting Person ____ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)

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

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<b>Employee Stock Option (right to buy)</b>	<b>2/9/2005</b>	<b>5/17/2011</b>	<b>Class B Common Stock</b>	<b>1350</b>	<b>\$50.08</b>	<b>D</b>	
<b>Employee Stock Option (right to buy)</b>	<b>2/9/2005</b>	<b>5/9/2012</b>	<b>Class B Common Stock</b>	<b>2520</b>	<b>\$81.89</b>	<b>D</b>	
<b>Employee Stock Option (right to buy)</b>	<b>2/9/2005</b>	<b>5/2/2013</b>	<b>Class B Common Stock</b>	<b>5400</b>	<b>\$71.92</b>	<b>D</b>	
<b>Employee Stock Option (right to buy)</b>	<b>2/9/2005</b>	<b>5/12/2014</b>	<b>Class B Common</b>	<b>5400</b>	<b>\$69.98</b>	<b>D</b>	

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

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
			<b>Stock</b>				
<b>Class B exchangeable shares of Molson Coors Canada Inc.</b>	<b>2/9/2005</b>	<b>(1)</b>	<b>Class B Common Stock</b>	<b>12352 (3)</b>	<b>(2)</b>	<b>D</b>	

**Explanation of Responses:**

- (1) The Class B exchangeable shares are redeemable by a subsidiary of Molson Coors Brewing Company at any time after February 9, 2045, for Molson Coors Brewing Company Class B Common Stock or, for non-affiliates only, the equivalent value in cash.
- (2) The shares are convertible on a 1-for-1 basis.
- This amendment is being filed to reflect an additional 157 Class B exchangeable shares of Molson Coors Canada Inc. delivered in
- (3) exchange for shares of Molson Inc. automatically purchased on behalf of the Reporting Person through the Molson Employee Stock Purchase Plan in January 2005.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Noonan Cathy C/O MOLSON COORS BREWING COMPANY 311 10TH STREET, NH311 GOLDEN, CO 80401-0300</b>			<b>Global Chief Synergies Officer</b>	

**Signatures**

**Annita Menogan  
as agent for Cathy  
Noonan**

Signature of Reporting  
Person

**3/8/2005**

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 5(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.

EXHIBIT 24

LIMITED POWER OF ATTORNEY

I, Catherine Noonan, the undersigned, do hereby make, constitute and appoint each of ROBERT REES

(1) prepare, execute, acknowledge, deliver and file Forms 3, 4, and 5 (including any amendme

(2) seek or obtain, as my representative and on my behalf, information on transactions in th

(3) perform any and all other acts which in the discretion of such attorney-in-fact are nece

I further acknowledge that:

- (1) this Power of Attorney authorizes, but does not require, each such attorney-in-fact to a
- (2) Any documents prepared and/or executed by any such attorney-in-fact on my behalf pursuan

(3) neither the Company nor any of such attorneys-in-fact assumes (i) any liability for the  
(4) this Power of Attorney does not relieve me from responsibility for compliance with my ob  
I, the undersigned, do hereby give and grant each of the foregoing attorneys-in-fact full power  
This Power of Attorney shall remain in full force and effect until revoked by me in a signed wri  
IN WITNESS WHEREOF, I have caused this Power of Attorney to be executed as of this 7th day of Fe

/s/ Catherine Noonan  
Signature

Catherine Noonan  
Print Name

CITY OF TORONTO )  
 )  
PROVINCE (STATE) of ONTARIO )

On this 7th day of February, 2005, Cathy Noonan personally appeared before me, and acknowledged  
IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

/s/ Kelly Leigh Brown  
Notary Public

My Commission Expires: N/A

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**End of Filing**

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