Wade Kathleen H Form 4 November 06, 2012

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Wade Kathleen H

2. Issuer Name and Ticker or Trading Symbol

BOSTON BEER CO INC [SAM]

5. Relationship of Reporting Person(s) to Issuer

(First) (Last)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year)

(Check all applicable)

C/O THE BOSTON BEER

COMPANY, INC., 1 DESIGN CENTER PL., SUITE 850

11/02/2012

Director 10% Owner _X__ Officer (give title _ _ Other (specify below)

VP - Legal and Secretary

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

BOSTON, MA 02210

| (City) | (State) | Zip) Table | e I - Non-D | erivative : | Secur | ities Acqu | iired, Disposed of | , or Beneficiall | y Owned |
|--------------------------------------|---|------------|--|--|------------------|--|--|---|---------|
| 1.Title of Security (Instr. 3) | 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year) | | 3. Transactio Code (Instr. 8) | 4. Securities Acquired n(A) or Disposed of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following | 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 | Reported Transaction(s) (Instr. 3 and 4) | | |
| Class A Common | 11/02/2012 | | M | 1,500 | A | \$ 24.95 | 11,977 <u>(1)</u> | D | |
| Class A Common | 11/02/2012 | | M | 520 | A | \$ 35.98 | 12,497 <u>(1)</u> | D | |
| Class A Common | 11/02/2012 | | M | 1,080 | A | \$ 46.6 | 13,577 (1) | D | |
| Class A Common | 11/02/2012 | | S | 3,100 | D | \$ 115 | 10,477 <u>(1)</u> | D | |

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

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SEC 1474 (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 Underlying Securitie (Instr. 3 and 4) | |
|---|---|---|---|---|---|--|---------------------------|---|---------------------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amour or Number of Shares |
| Stock Option (Right to Buy) | \$ 24.95 | 11/02/2012 | | M | 1,500 | 01/01/2011(2) | 12/31/2015(2) | Class A Common | 1,50 |
| Stock Option (Right to Buy) | \$ 35.98 | 11/02/2012 | | M | 520 | 01/01/2012(3) | 12/31/2016 ⁽³⁾ | Class A Common | 520 |
| Stock Option (Right to Buy) | \$ 46.6 | 11/02/2012 | | M | 1,080 | 01/01/2015(4) | 12/31/2019(4) | Class A Common | 1,08 |

Reporting Owners

| Reporting Owner Name / Address | | Keiauonsnips | | | | |
|--------------------------------|----------|--------------|---------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |

Wade Kathleen H C/O THE BOSTON BEER COMPANY, INC. 1 DESIGN CENTER PL., SUITE 850 BOSTON, MA 02210

VP - Legal and Secretary

Signatures

Kathleen H. 11/06/2012 Wade

**Signature of Date Reporting Person

Reporting Owners 2

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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 3,462 shares of restricted stock subject to vesting conditions based on continued employment.
- (2) The option vested in five equal annual installments beginning on March 1, 2007, fully vesting on January 1, 2011.
- (3) The option vests in five equal annual installments beginning on March 1, 2008, fully vesting on January 1, 2015.
- (4) The option vests in five equal installments beginning on March 1, 2011, fully vesting on March 1, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.