#### URICH WILLIAM F

Form 4

January 22, 2013

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB APPROVAL

Number: 3235-0287

Expires: January 31, 2005

0.5

Estimated average burden hours per response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

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(b).

(Print or Type Responses)

1. Name and A URICH WI	2. Issuer Name <b>and</b> Ticker or Trading Symbol BOSTON BEER CO INC [SAM]						5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  Director 10% Owner X Officer (give title Other (specify below)				
(Last) C/O THE B COMPANY CENTER P	3. Date of Earliest Transaction (Month/Day/Year) 01/17/2013										
BOSTON,	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 Person				
(City)	(State)	(Zip)	Table	e I - Non-	Der	rivative S	Secur	ities Acq	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	ecurity (Month/Day/Year) Executi Instr. 3) any		med on Date, if Day/Year)	Code (Instr. 8)	(A) or				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	/ A	Amount	(D)	Price \$	,		
Class A Common	01/17/2013(1)			A(2)	2	216	A	80.67	3,909 (4)	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)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						·
					4, and 5)						
									Amount		
						Date Expiration Exercisable Date	•				
									Number		
				~	<i>(</i> 1) (5)			of			
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

URICH WILLIAM F C/O THE BOSTON BEER COMPANY, INC. ONE DESIGN CENTER PLACE, SUITE 850 BOSTON, MA 02210

Chief Financial Officer

## **Signatures**

William F. 01/22/2013 Urich

\*\*Signature of Date
Reporting Person

### **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).
- Restricted Stock Agreement shares granted pursuant to the Issuer's Employee Equity Incentive Plan vest in five equal installments over a five year period, provided that the Reporting Person remains employed by Issuer as of the applicable vesting date. The first installment vests one year from grant date and the final installment vests five years from grant date. Restricted Stock Agreement shares have no expiration date.
- This transaction involves the purchase of restricted shares by the Reporting Person under the Issuer's Employee Equity Incentive Plan.

  These restricted shares vest in five equal installments over a five year period, provided that the Reporting Person remains employed by Issuer as of the applicable vesting date. The first installment vests one year from grant date and the final installment vests five years from grant date. Restricted Stock Agreement shares have no expiration date.
- (3) Under the Issuer's Employee Equity Incentive Plan, tenured employees may purchase restricted shares at a discounted price.
- The Reporting Person's unvested restricted shares were previously reported on Table II of the Reporting Person's Form 4 filings. This (4) amount now includes all shares owned by the Reporting Person, including an aggregate of 855 unvested restricted shares that had previously been reported on Table II.

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.

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