MOLSON COORS BREWING CO

Form 4 May 19, 2005

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Estimated average

Expires:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, 2005

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * HERINGTON CHARLES M

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

MOLSON COORS BREWING CO [TAP.A; TAP]

(Check all applicable)

(Middle)

3. Date of Earliest Transaction (Month/Day/Year)

05/18/2005

X_ Director 10% Owner Officer (give title Other (specify

C/O MOLSON COORS BREWING COMPANY, 311 10TH STREET,

(First)

NH 311

(Last)

(Street) 4. If Amendment, Date Original

(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

GOLDEN, CO 80401

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

Ownership Form: Direct (D) or Indirect

7. Nature of Indirect Beneficial Ownership (Instr. 4)

(A)

(Instr. 8)

Reported Transaction(s) (Instr. 4)

(Instr. 3 and 4)

(D) Price Code V Amount

Class B

(non-voting)

Common 05/18/2005 Stock

P 210

3.080 (1)

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)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if			6. Date Exercisable and Expiration Date		7. Title and Amount of Underlying Securities		8. Price of Derivative
Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day,		(Instr. 3 and	4)	Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	(2)					(2)	(2)	Class B Common Stock	4,250	

Reporting Owners

Reporting Owner Name / Address	Relationships					
copyrams o many rama and	Director	10% Owner	Officer	Other		
HERINGTON CHARLES M C/O MOLSON COORS BREWING COMPANY 311 10TH STREET, NH 311 GOLDEN, CO 80401	X					

Signatures

Annita M. Menogan as agent for Charles M. Herington

05/19/2005

**Signature of Reporting Person

Date

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).
 - Of the 3,080 shares held by the Reporting Person, 1,500 of such shares were issued as a restricted stock unit under the Issuer's Incentive
- (1) Compensation Plan and will vest on the third anniversary following the date of grant, subject to acceleration or cancellation upon the occurrence of certain events.
- (2) The Reporting Person holds several stock options with various exercise prices, grant dates and expiration dates, but all options are fully vested and immediately exercisable.

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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