

Burwick David A  
Form 4  
March 01, 2019

**FORM 4**

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

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**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(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Burwick David A

(Last) (First) (Middle)

C/O THE BOSTON BEER  
COMPANY, INC., ONE DESIGN  
CENTER PLACE, SUITE 850

(Street)

BOSTON, MA 02210

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

BOSTON BEER CO INC [SAM]

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

03/01/2019

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

President and CEO

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 Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)			
			Code	V	Amount		Price
Class A Common	03/01/2019		M <sup>(1)</sup>		5,000	A	\$ 29.33 70,128
Class A Common	03/01/2019		S <sup>(1)</sup>		2,842	D	\$ 310 67,286
Class A Common	03/01/2019		S <sup>(1)</sup>		700	D	\$ 312.31 66,586
							(2)
Class A Common	03/01/2019		S <sup>(1)</sup>		1,058	D	\$ 313.79 65,528
							(3)

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Class A Common	03/01/2019	<u>S</u> <sup>(1)</sup>	400	D	\$ 314.68 <u>(4)</u>	65,128	D
Class A Common	03/01/2019	A	3,199 <u>(5)</u>	A	\$ 0	68,327 <u>(6)</u>	D

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

**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.**

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 Underlying Security (Instr. 3)
				Code V (A) (D)		Date Exercisable Expiration Date	Title
Stock Option (Right to Buy)	\$ 29.33	03/01/2019		M <sup>(1)</sup>	5,000	06/02/2009 06/01/2019	Class A Common
Performance-Based Stock Option (Right to Buy)	\$ 312.56	03/01/2019		A	7,352	03/01/2021 <sup>(7)</sup> 02/28/2029	Class A Common

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

Burwick David A  
C/O THE BOSTON BEER COMPANY, INC.  
ONE DESIGN CENTER PLACE, SUITE 850  
BOSTON, MA 02210

President and CEO

## Signatures

Michael G. Andrews under POA for the benefit of David A. Burwick

03/01/2019

                     \*\*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).

- (1) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on August 13, 2018.

The price shown is the weighted average sale price for the transactions reported on this line. The range of sale prices for the 700 shares is from \$312.28 to \$312.50. The Filing Person will provide full information regarding the number of shares sold at each separate price upon request of the SEC, the Registrant, or a shareholder of the Registrant.

- (3) The price shown is the weighted average sale price for the transactions reported on this line. The range of sale prices for the 1,058 shares is from \$313.52 to \$314.35. The Filing Person will provide full information regarding the number of shares sold at each separate price upon request of the SEC, the Registrant, or a shareholder of the Registrant.

- (4) The price shown is the weighted average sale price for the transactions reported on this line. The range of sale prices for the 400 shares is from \$314.61 to \$314.70. The Filing Person will provide full information regarding the number of shares sold at each separate price upon request of the SEC, the Registrant, or a shareholder of the Registrant.

- (5) Represents a grant of Restricted Stock Units ("RSU's") under the Issuer's Restated Employee Equity Incentive Plan ("EEIP"). RSU's generally vest in four equal installments over a four year period, provided that the Reporting Person remains employed by the Issuer as of the applicable vesting date.

- (6) The shares reported include 66,652 shares of restricted stock subject to vesting conditions.

- (7) The Performance-Based Stock Options were granted pursuant to the Issuer's EEIP. The extent to which the options may become exercisable will be dependent upon the Company achieving certain compounded annual growth rate targets based on net revenue growth in Fiscal Year 2020 over Fiscal Year 2018. The determination of the eligibility for vesting of these options will be made by the Compensation Committee before March 1, 2021.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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