

ROPER MARTIN F
Form 4
January 03, 2003

Form 4

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION
Washington, DC 20549**

OMB APPROVAL
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[] Check box if no longer
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Form 4 or Form 5
obligations may
continue. See
instructions 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* Roper, Martin F. | | | 2. Issuer Name and Ticker or Trading Symbol The Boston Beer Company, Inc. (SAM) | | | 6. Relationship of Reporting Person(s) to Issuer | | |
| (Last) | (First) | (Middle) | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | 4. Statement for Month/Day/Year 01/01/2003 | | (Check all applicable) <input checked="" type="checkbox"/> Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) President and C.E.O. | | |
| C/O The Boston Beer Company, Inc. 75 Arlington Street | | | | 5. If Amendment, Date of Original (Month/Day/Year) | | | | |
| (Street) | | | Boston, MA 02116 | | | (City) (State) (Zip) | | |
| 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 (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transactions (Instr. 3 and 4) | 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 | | | |
| Class A Common | 01/01/2003 | | M | | 1,720 | A | 4.2938 | | D | |
| Class A Common | 01/01/2003 | | M | | 1,789 | A | 5.30625 | | D | |
| Class A Common | | | | | | | | 3,509 | D | |

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 Instructions 4(b)(v).

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 control number.

(Over)
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(9-02)

FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 2. Conversion | 3. Transaction | 3A. Deemed | 4. Transaction | 5. Number of | 6. Date Exercisable | 7. Title and Amount of | 8. Price of | 9. Number of | 10. Ownership |
|---------------|----------------|------------|----------------|--------------|---------------------|------------------------|-------------|--------------|---------------|
|---------------|----------------|------------|----------------|--------------|---------------------|------------------------|-------------|--------------|---------------|

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| or Exercise Price of Derivative Security | Date (Month/Day/Year) | Execution Date, if any (Month/Day/Year) | Code (Instr. 8) | | Derivative Securities Acquired (A) or Disposed of (D) (Instr.3,4 and 5) | | and Expiration Date (Month/Day/Year) | | Underlying Securities (Instr. 3 and 4) | | Derivative Security (Instr. 5) | Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) |
|--|-----------------------|---|-----------------|---|---|-----|--------------------------------------|-----------------|--|----------------------------|--------------------------------|---|--|
| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| 14.47 | 01/01/2003 | | A | | 2,000 | | 01/01/2004 | 03/02/2008 | Class A Common | 2,000 | 14.47 | 2,000 | D |
| 16.64 | 01/01/2003 | | A | | 2,000 | | 01/01/2005 | 03/02/2008 | Class A Common | 2,000 | 16.64 | 2,000 | D |
| 18.81 | 01/01/2003 | | A | | 2,000 | | 01/01/2006 | 03/02/2008 | Class A Common | 2,000 | 18.81 | 2,000 | D |
| 20.98 | 01/01/2003 | | A | | 2,000 | | 01/01/2007 | 03/02/2008 | Class A Common | 2,000 | 20.98 | 2,000 | D |
| 20.98 | 01/01/2003 | | A | | 2,000 | | 01/01/2008 | 03/02/2008 | Class A Common | 2,000 | 20.98 | 2,000 | D |
| 14.47 | 01/01/2003 | | A | | 20,000 | | Note 1 | 12/31/2012 | Class A Common | 20,000 | 14.47 | 20,000 | D |
| 4.2938 | 01/01/2003 | | M | | 1,720 | | Note 2 | Note 2 | Class A Common | 8,604 | 4.2938 | 3,444 | D |
| 5.30625 | 01/01/2003 | | M | | 1,789 | | Note 2 | Note 2 | Class A Common | 8,948 | 5.30625 | 5,370 | D |

Explanation of Responses:

Note 1: Of these 20,000 option shares, 4,000 shares will vest on 1/1/2004, 1/1/2005, 1/1/2006, 1/1/2007 and 1/1/2008.

Note 2: Restricted Stock Purchase pursuant to the Investment Share Program under the issuer's Employee Equity Incentive Plan, shares vest at 20% over 5 years from date of purchase.

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ Martin F. Roper

01/03/2003

**Signature of Reporting Person
Martin F. Roper

Date

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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