

Geist John C
Form 4
January 05, 2009

FORM 4

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

OMB APPROVAL

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Geist John C

(Last) (First) (Middle)

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

(Street)

BOSTON, MA, X1 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)
01/01/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
VP of Sales

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 (A) 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 (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common	01/01/2009		M		300	A	\$ 11.079 300
Class A Common	01/01/2009		M		358	A	\$ 12.684 658
Class A Common	01/01/2009		M		330	A	\$ 14.97 988
Class A Common	01/01/2009		M		162	A	\$ 21.588 1,150
Class A Common	01/01/2009		M		154	A	\$ 22.59 1,304

Edgar Filing: Geist John C - Form 4

Class A Common 01/02/2009 S 1,304 D \$ 28.4267 0 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 and Amount of Underlying Securities (Instr. 3 and 4)
					V	(A) (D)	Date Exercisable	Expiration Date	
Restricted Stock Purchase	\$ 11.079	01/01/2009		M		300	(1)	(1)	Class A Common 1,500
Restricted Stock Purchase	\$ 12.684	01/01/2009		M		358	(1)	(1)	Class A Common 1,789
Restricted Stock Purchase	\$ 14.97	01/01/2009		M		330	(1)	(1)	Class A Common 1,649
Restricted Stock Purchase	\$ 21.588	01/01/2009		M		162	(1)	(1)	Class A Common 810
Restricted Stock Purchase	\$ 22.59	01/01/2009		M		774	(1)	(1)	Class A Common 774
Stock Option (Right to Buy)	\$ 28.4	01/01/2009		A		25,000	(2)	01/01/2019	Class A Common 25,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Geist John C
C/O THE BOSTON BEER COMPANY, INC.
ONE DESIGN CENTER PLACE
BOSTON, MA, X1 02210

VP of Sales

Signatures

Kathleen H. Wade under POA for the benefit of John C.
Geist

01/05/2009

__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) Restricted Stock Purchase pursuant to the Investment Share Program under the Issuer's Employee Equity Incentive Plan, shares vest 20% over 5 years from date of purchase.

Reporting Person's right to exercise this option is contingent upon the Company's 2009 performance against a benchmark, which performance will be determined by the Compensation Committee of the Company's Board of Directors on or before March 1, 2010. If the Company does not meet the benchmark, the Option shall lapse as to 50% or all of the shares, based on the Committee's determination.
- (2) If the benchmark is met or exceeded, the Option shall become exercisable as to a maximum of 5,000 shares on 3/1/2010 and 5,000 shares on each of 1/1/2011, 1/1/2012, 1/1/2013 and 1/1/2014, so long as the Reporting Person continues to be employed by the Company on the applicable vesting date.

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.