

ONeill Daniel J
Form 3/A
March 08, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

^ O'Neill Daniel J

(Last) (First) (Middle)

C/O MOLSON COORS BREWING COMPANY, ^ 311 10TH STREET, NH311

(Street)

GOLDEN, ^ CO ^ 80401-0030

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
02/09/2005

3. Issuer Name and Ticker or Trading Symbol
MOLSON COORS BREWING CO [TAP.A; TAP]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
V.Chair; Synergies&Integration

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

02/22/2005

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable

Expiration Date

Title

Amount or Number of

				Shares		or Indirect (1) (Instr. 5)	
Employee Stock Option (right to buy)	Â (1)	03/16/2014	Class B Common Stock	144,000	\$ 68.18	D	Â
Employee Stock Option (right to buy)	Â (2)	03/12/2012	Class B Common Stock	144,000	\$ 68.24	D	Â
Class B exchangeable shares of Molson Coors Canada Inc.	02/09/2005	Â (3)	Class B Common Stock	578,812 (5)	\$ (4)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
O'Neill Daniel J C/O MOLSON COORS BREWING COMPANY 311 10TH STREET, NH311 GOLDEN,Â COÂ 80401-0030	Â X	Â	Â V.Chair; Synergies&Integration	Â

Signatures

Annita Mennogan as agent for Daniel J.
O'Neill 03/08/2005

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) 33 1/3 % of the options will vest and be exercisable at March 17, 2007 and until the expiry date of such grant, as long as Mr. O'Neill remains actively employed by the Issuer. Second tranche of 33 1/3 % will vest and be exercisable provided that for 20 consecutive days between March 17, 2004 and March 16, 2009, the Class 'A' N-V shares shall have traded at a price equal to or superior to 150% of the exercise price. Third tranche of 33 1/3% will vest and be exercisable provided that for 20 consecutive days between March 17, 2004 and March 16, 2009, the Class 'A' N-V shares shall have traded at a price equal to or superior to 200% of the exercise price. If the conditions above are attained, options will vest and be exercisable as per above description and until the expiry date of such grant, as long as Mr. O'Neill remains actively employed by the Issuer. For each of the above conditions that are not attained at March 16, 2009, the respective options will be cancelled.

(2) Options will vest and be exercisable if trade price of Class 'A' N-V shares prior to March 12, 2007 and for a period of 20 consecutive trading days reached at least twice the grant price. If condition above is attained, the total of his options will vest and be exercisable until the expiry date of such grant, as long as Mr. O'Neill remains actively employed by the Issuer. If the condition is not attained at March 12, 2007, the total options will be cancelled at that date.

(3) The Class B exchangeable shares are redeemable by a subsidiary of Molson Coors Brewing Company at any time after February 9, 2045 for Molson Coors Brewing Company Class B Common Stock or, for non-affiliates only, the equivalent value in cash.

(4) The shares are convertible on a 1-for-1 basis.

(5) This amendment is being filed to reflect an additional 726 Class B exchangeable shares of Molson Coors Canada Inc. delivered in exchange for shares of Molson Inc. automatically purchased on behalf of the Reporting Person through the Molson Employee Stock Purchase Plan in January 2005.

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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