

OMB APPROVAL	
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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**

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

<b>1. Name and Address of Reporting Person*</b> <b>KOCH C JAMES</b>  (Last) (First) (Middle) <b>C/O THE BOSTON BEER COMPANY, ONE DESIGN CENTER PLACE, SUITE 850</b>  (Street) <b>BOSTON MA 02210</b>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <b>BOSTON BEER CO INC [SAM]</b>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Chairman</b>
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <b>05/21/2012</b>	
<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>		

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common	05/21/2012		S		800	D	\$ 102.93 <sup>(1)</sup> <sup>(4)</sup>	249,448	D	
Class A Common	05/21/2012		S		500	D	\$ 104.1 <sup>(2)</sup> <sup>(4)</sup>	248,948	D	
Class A Common	05/21/2012		S		3,700	D	\$ 105.49 <sup>(3)</sup> <sup>(4)</sup>	245,248	D	
Class A Common								23,486	I	Custodian for children under UGTMA
Class A Common								3,656	I	By spouse as custodian for children under UGTMA
Class A Common								2,532	I	By spouse in trust for children
Class A Common								22,756	I	By spouse in trust under GRAT

**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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

1. The price shown is the weighted average sale price for the transactions reported on this line. The range of sale prices for 800 shares is from \$102.54 to \$103.16.
2. The price shown is the weighted average sale price for the transactions reported on this line. The range of sale prices for 500 shares is from \$103.73 to \$104.43.
3. The price shown is the weighted average sale price for the transactions reported on this line. The range of sale prices for 3,700 shares is from \$105.03 to \$106.00.
4. The reporting person will provide, upon request from the staff of the Securities and Exchange Commission, the Registrant or a shareholder of the Registrant, full information regarding the number of shares sold at each separate price.

[Kathleen H. Wade](#) under  
[POA for the benefit of C. James Koch](#)      [05/22/2012](#)

\*\* Signature of Reporting Person      Date

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 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).

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

**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 Number.**