

MOLSON COORS BREWING CO
 Form 3
 February 17, 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 * Â Lincolnshire Holdings LTD (Last) (First) (Middle) 335 8TH AVENUE, S.W. (Street) CALGARY, Â A0Â T2P 1C9 (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) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | 5. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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) |
|------------------------------------|--|---|--|
| Class B Common Stock | 234 | I | By Pentland Securities (1981) Inc. (7) |

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) Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|--|---|--|
|---|---|---|--|---|--|

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|---|------------------|------------------|----------------------|----------------------------|-------------------|----------------------------|---|
| Class A Common Stock | 02/09/2005 | ∞ ⁽¹⁾ | Class B Common Stock | 126 | \$ ⁽⁴⁾ | I | By U.S. Voting Trust ⁽⁵⁾ |
| Class A exchangeable shares of Molson Coors Canada Inc. | 02/09/2005 | ∞ ⁽²⁾ | Class A Common Stock | 928,612 | \$ ⁽⁴⁾ | I | By Canadian Voting Trust ⁽⁵⁾ |
| Class A Common Stock ⁽³⁾ | 02/09/2005 | ∞ ⁽¹⁾ | Class B Common Stock | 928,612 | \$ ⁽⁴⁾ | I | By U.S. Voting Trust ⁽⁵⁾ |
| Class A exchangeable shares of Molson Coors Canada Inc. | 02/09/2005 | ∞ ⁽²⁾ | Class A Common Stock | 333,529 | \$ ⁽⁴⁾ | I | By Canadian Voting Trust ⁽⁶⁾ |
| Class A Common Stock ⁽³⁾ | 02/09/2005 | ∞ ⁽¹⁾ | Class B Common Stock | 333,529 | \$ ⁽⁴⁾ | I | By U.S. Voting Trust ⁽⁶⁾ |
| Class B exchangeable shares of Molson Coors Canada Inc. | 02/09/2005 | ∞ ⁽²⁾ | Class B Common Stock | 35,640 | \$ ⁽⁴⁾ | D | ∞ |
| Class B exchangeable shares of Molson Coors Canada Inc. | 02/09/2005 | ∞ ⁽²⁾ | Class B Common Stock | 1,724,566 | \$ ⁽⁴⁾ | I | By Pentland Securities (1981) Inc. ⁽⁷⁾ |
| Class B exchangeable shares of Molson Coors Canada Inc. | 02/09/2005 | ∞ ⁽²⁾ | Class B Common Stock | 619,411 | \$ ⁽⁴⁾ | I | By 4280661 Canada Inc. ⁽⁸⁾ |
| Class B exchangeable shares of Molson Coors Canada Inc. | 02/09/2005 | ∞ ⁽²⁾ | Class B Common Stock | 45,194 | \$ ⁽⁴⁾ | I | By 4198832 Canada Inc. ⁽⁹⁾ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Lincolnshire Holdings LTD 335 8TH AVENUE, S.W. CALGARY, ∞ A0∞ T2P 1C9 | ∞ | ∞ X | ∞ | ∞ |

Signatures

/s/ Eric Herbert Molson - President 02/16/2005

__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) No expiration date.

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

(3) These shares of Class A Common Stock are not outstanding, but are issuable upon conversion of the Class A exchangeable shares of Molson Coors Canada Inc.

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

(5) These shares are owned indirectly through the respective Voting Trusts by Pentland Securities (1981) Inc., which is owned by Lincolnshire Holdings Limited and another stockholder. Lincolnshire Holdings Limited disclaims beneficial ownership of these shares except to the extent of its pecuniary interest therein.

(6) These shares are owned indirectly through the respective Voting Trusts by 4280661 Canada Inc., which is a wholly owned subsidiary of Pentland Securities (1981) Inc. Lincolnshire Holdings Limited disclaims beneficial ownership of these shares except to the extent of its pecuniary interest therein.

(7) These shares are owned directly by Pentland Securities (1981) Inc. Lincolnshire Holdings Limited disclaims beneficial ownership of these shares except to the extent of its pecuniary interest therein.

(8) These shares are owned directly by 4280661 Canada Inc. Lincolnshire Holdings Limited disclaims beneficial ownership of these shares except to the extent of its pecuniary interest therein.

(9) These shares are owned directly by 4198832 Canada Inc., which is a wholly owned subsidiary of Lincolnshire Holdings Limited.

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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