

MOLSON COORS BREWING CO
 Form 4
 November 19, 2007

FORM 4

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

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 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 *
 Nooya Investments LTD

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 335 8TH AVENUE S.W., SUITE 700
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/16/2007

____ Director
 ____ Officer (give title below)
 ___X___ 10% Owner
 ____ Other (specify below)

CALGARY, A0 T2P 1C9

(City) (State) (Zip)

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

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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
| | | | | (A) or (D) | Code | V | Amount | (D) | Price |

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

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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 | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date | 7. Title and Underlying Security |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|------------------------------------|---|----------------------------------|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|------------------------------------|---|----------------------------------|

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| Security (Instr. 3) | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) | (Instr. 3 and 4) | |
|---|--|----------------------|-----------------|--|------------------|------------------|----------------------|
| | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title |
| Class B exchangeable shares of Molson Coors Canada Inc. | (1) | 11/16/2007 | J(2) | 445,976 (2) (3) | (4) | (5) | Class B Common Stock |
| Class B exchangeable shares of Molson Coors Canada Inc. | (1) | 11/16/2007 | J(2) | 445,976 (2) (3) | (4) | (5) | Class B Common Stock |
| Class B exchangeable shares of Molson Coors Canada Inc. | (1) | | | | (4) | (5) | Class B Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Nooya Investments LTD 335 8TH AVENUE S.W., SUITE 700 CALGARY, A0 T2P 1C9 | | X | | |

Signatures

/s/ Stephen T. Molson,
 President
 11/19/2007

__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) Exchangeable on a 1-for-1 basis for shares of the corresponding class of Molson Coors Brewing Company ("Molson Coors") common stock.

These shares were sold by 4280661 Canada Inc. ("4280661"), a wholly owned subsidiary of Pentland Securities (1981) Inc. ("Pentland"), to Nooya Investments Inc. ("Nooya"). Pentland is owned by Nooya and another shareholder. Nooya had previously reported indirect ownership of all Class B exchangeable shares owned by 4280661 and the 445,976 shares sold by 4280661 to Nooya represent Nooya's pecuniary interest in such shares.
- (2) The share numbers reflect a 2-for-1 split of the Class B exchangeable shares of Molson Coors Canada Inc. and the Class B Common Stock of Molson Coors on October 3, 2007.
- (3) These shares are exchangeable at any time.

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- (5) No expiration date, but redeemable by a subsidiary of Molson Coors at any time after February 9, 2045 for the corresponding class of Molson Coors Common Stock.
- The consideration for the shares consisted of (i) an unsecured promissory note and (ii) redeemable, retractable non-voting preferred shares in Nooya. The purchase price was denominated in Canadian dollars ("Cdn. \$") and is reported in U.S. dollars ("U.S. \$") based on the noon buying rate on November 15, 2007, in New York City for Canadian dollars, as reported by the Federal Reserve Bank of New York, of Cdn. \$0.9804 = U.S. \$1.00.
- (6) These shares were owned directly by 4280661.
- (7) These shares are owned directly by Pentland. Nooya disclaims beneficial ownership of these shares except to the extent of its pecuniary interest therein.
- (8)

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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