

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> MARTIN MONICA M  (Last) (First) (Middle) C/O BOSTON BEER COMPANY, INC., 75 ARLINGTON STREET  (Street) BOSTON, MA X1 02116  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> BOSTON BEER CO INC [SAM]	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Dir. of Finance & Controller
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> 01/01/2006	
<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	01/01/2006		M		225	A	\$ 7.075	225	D	
Class A Common	01/01/2006		M		243	A	\$ 8.68	468	D	
Class A Common	01/01/2006		M		281	A	\$ 11.079	749	D	
Class A Common	01/01/2006		M		247	A	\$ 12.684	996	D	

**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	Title	Amount or Number of Shares				
Restricted Stock Purchase	\$ 7.075	01/01/2006		M			225	(1)	(1)	Class A Common	1,122	\$ 7.075	0	D	
Restricted Stock Purchase	\$ 8.68	01/01/2006		M			243	(1)	(1)	Class A Common	1,217	\$ 8.68	488	D	
Restricted Stock Purchase	\$ 11.079	01/01/2006		M			281	(1)	(1)	Class A Common	1,404	\$ 11.079	843	D	
Restricted Stock Purchase	\$ 12.684	01/01/2006		M			247	(1)	(1)	Class A Common	1,236	\$ 12.684	989	D	
Restricted Stock Award	\$ 24.95	01/01/2006		A			802	(2)	(2)	Class A Common	802	\$ 24.95	802	D	
Stock Option (Right to Buy)	\$ 24.95	01/01/2006		A			2,000	(3)	(3)	Class A Common	2,000	\$ 24.95	2,000	D	

**Explanation of Responses:**

1. Restricted Stock Purchase Plan pursuant to the Investment Share Program under the issuer's Employee Equity Incentive Plan, shares vest at 20% over 5 years from date of purchase.
2. Restricted Stock Award awarded under the issuer's Employee Equity Incentive Plan, shares vest at 20% over 5 years from date of award.
3. Reporting Person's right to exercise this option is contingent upon the Company's 2006 performance against a benchmark, which performance will be determined by the Company's Board of Directors on or before March 1, 2007. If the Company does not meet the benchmark, the Option shall lapse as to 50% or all of the shares, based on the Board's determination. If the benchmark is met or exceeded, the option may become exercisable as to a maximum of 400 shares on each of March 1, 2007 and January 1 in each of the years 2008, 2009, 2010 and 2011, so long as the Reporting Person continues to be employed by the Company on the applicable vesting date.

Monica M. Martin

01/03/2006

\*\* 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.**