

**FORM 5**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Form 3 Holdings Reported.

Form 4 Transactions Reported.

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

**ANNUAL 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

OMB APPROVAL	
OMB Number:	3235-0362
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1. Name and Address of Reporting Person * <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)	2. Issuer Name and Ticker or Trading Symbol <b>BOSTON BEER CO INC [SAM]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner  <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)  <b>Chairman</b>
	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) <b>12/29/2012</b>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Class A Common	05/15/2012		G(1)	13,244	A	\$ 0	0	D	
Class A Common	12/11/2012		G(2)	44,248	D	\$ 0	0	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
Class A Common							44,248	I	By LLC managed by spouse

**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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

1. This transaction involved the return of securities from a Grantor Retained Annuity Trust controlled by the Reporting Person's spouse to direct ownership by the Reporting Person. The shares so transferred have been reported as directly owned on the Reporting Person's Form 4 filings since the date of the transfer.
2. This transaction involved a gift of securities from the Reporting Person to an LLC managed by the Reporting Person's spouse and owned by Trusts established for the benefit of the Reporting Person's children. The Reporting Person's spouse is the Trustee or Co-Trustee of each Trust. The Reporting Person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

[Kathleen H. Wade](#) under  
[POA for the benefit of C.](#)    01/24/2013  
[James Koch](#)

\*\* Signature of Reporting    Date  
 Person

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.**