

**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	\$ 22.59	01/24/2008		A		774		(1)	(1)	Class A Common	774	\$ 22.59	774	D	

Explanation of Responses:

1. Restricted Stock Purchase to the Investment Share Program under the Issuer's Employee Equity Incentive Plan, shares will vest 20% over 5 years from date of purchase, so that of the 774 shares, 154 shares will vest on 1/1/09 and 155 shares will vest on 1/1/10, 1/1/11, 1/1/12 and 1/1/13, provided the Reporting Person is an employee of the Company on the vesting date.

[Kathleen H. Wade](#) under
[POA for the benefit of](#) [01/25/2008](#)
[David L. Grinnell](#)

** 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.

LIMITED POWER OF ATTORNEY
FOR EXECUTING FORMS 3, 4 AND 5

THE COMMONWEALTH OF MASSACHUSETTS
SUFFOLK COUNTY

I, **David L. Grinnell**, of 421 Main Street, Medfield, MA 02052, hereby appoint **Kathleen H. Wade** of The Boston Beer Company, Inc. (the "Company"), One Design Center Place, Suite 850, Boston, MA 02210 and **Helen F. Bornemann** also of the Company, or each of them acting singly and with full power of substitution, my true and lawful attorneys in fact (collectively and individually referred to herein as my "Attorney") for me and in my name to execute and file with the Securities and Exchange Commission on my behalf and at my instruction, Forms 3, 4 and 5 relating to transactions by me in the stock of the Company and affirm that which my Attorney shall lawfully do or cause to be done by virtue of the powers herein conferred.

THIS Power of Attorney shall remain in full force and effect for so long as I have not expressly in writing to my Attorney withdrawn the powers herein conferred.

THIS Power of Attorney shall not be affected by my subsequent disability or incapacity.

EXECUTED as a sealed instrument this 17th day of December, 2007.

/s/ David L. Grinnell

David L. Grinnell

COMMONWEALTH OF MASSACHUSETTS)
) ss.
COUNTY OF SUFFOLK)

December 17th, 2007

Then personally appeared the above-named David L. Grinnell and acknowledged the foregoing instrument to be his free act and deed, before me,

Illegible

Notary Public

My Commission Expires: Jan. 21, 2011

Notary Seal
