

MOLSON COORS BREWING CO  
Form 8-A12B  
December 19, 2017

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

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**FORM 8-A**

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**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES**  
**PURSUANT TO SECTION 12(b) OR (g) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

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**MOLSON COORS BREWING COMPANY**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction  
of incorporation or organization)

**84-0178360**  
(I.R.S. Employer  
Identification No.)

**1801 California Street, Suite 4600, Denver, Colorado**  
**1555 Notre Dame Street East, Montréal, Québec, Canada**

(Address of principal executive offices)

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**80202**  
**H2L 2R5**  
(Zip Code)

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Securities to be registered pursuant to Section 12(b) of the Act:

**Title of each class  
to be so registered**  
**Senior Floating Rate Notes due 2019**

**Name of each exchange on which  
each class is to be registered**  
**New York Stock Exchange**

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c) or (e), check the following box.  X

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d) or (e), check the following box.  O

If this form relates to the registration of a class of securities concurrently with a Regulation A offering, check the following box.  O

Securities Act registration statement or Regulation A offering statement file number to which this form relates: **333-221272**

Securities to be registered pursuant to Section 12(g) of the Act: **None**

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**INFORMATION REQUIRED IN REGISTRATION STATEMENT**

Molson Coors Brewing Company, a Delaware corporation (the Company), has filed with the U.S. Securities and Exchange Commission (the Commission) pursuant to Rule 424(b) under the Securities Act of 1933, as amended, a prospectus dated November 14, 2017 (the Prospectus), included in the Company's effective Registration Statement on Form S-4 (Registration No. 333-221272), which Registration Statement was filed with the Commission on November 1, 2017, relating to, among other things, the securities to be registered hereunder. The Company incorporates by reference herein the Prospectus to the extent set forth below.

**Item 1. Description of Registrant's Securities to be Registered**

The information required by this item is incorporated herein by reference to the information contained in the section captioned Description of Notes in the Prospectus.

**Item 2. Exhibits**

| <b>Exhibit No.</b> | <b>Document</b>  |
|--------------------|--|
| 4.1                | <u>Indenture, dated as of March 15, 2017, among Molson Coors Brewing Company, the guarantors party thereto and The Bank of New York Mellon Trust Company, N.A., as Trustee (incorporated by reference to Exhibit 4.4 of our Current Report on Form 8-K, filed March 15, 2017).</u> |
| 4.2                | <u>Form of Senior Floating Rate Note due 2019 (included in Exhibit 4.1).</u>   |

**SIGNATURE**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

**MOLSON COORS BREWING COMPANY**

Dated: December 19, 2017

|        |  |
|--------|--|
| By:    | <i>/s/ E. Lee Reichert</i>               |
| Name:  | E. Lee Reichert                          |
| Title: | Deputy Chief Legal Officer and Secretary |