

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

**Form S-8**

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

**MOLSON COORS BEVERAGE COMPANY**

(Exact name of registrant as specified in its charter)

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

**84-0178360**  
(I.R.S. Employer Identification Number)

**P.O. Box 4030, BC555, Golden, Colorado,  
United States  
111 Boulevard Robert-Bourassa, 9th Floor,  
Montréal, Québec, Canada**  
(Address of Principal Executive Offices)

**80401  
H3C 2M1**  
(Zip Code)

**MOLSON COORS BEVERAGE COMPANY INCENTIVE COMPENSATION PLAN  
(FORMERLY MOLSON COORS BREWING COMPANY INCENTIVE COMPENSATION PLAN)**  
(Full title of the plan)

**Natalie Maciolek  
Chief Legal & Government Affairs Officer and Secretary  
P.O. Box 4030, BC555  
Golden, Colorado 80401**  
(Name and address of agent for service)

**(303) 279-6565**  
(Telephone number, including area code, of agent for service)

**Copy to:**

**Jason Day  
Perkins Coie LLP  
1900 Sixteenth Street, Suite 1400  
Denver, Colorado 80202  
(303) 291-2300**

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer   
Non-accelerated filer

Accelerated filer   
Smaller reporting company   
Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act.

## EXPLANATORY NOTE

Molson Coors Beverage Company (the “Registrant”) previously filed a Registration Statement on [Form S-8 \(File No. 333-124140\)](#) registering 10,000,000 (post-split) shares of the Registrant’s Class B common stock under the Molson Coors Beverage Company Incentive Compensation Plan (formerly the Molson Coors Brewing Company Incentive Compensation Plan, the “Plan”) on April 18, 2005, a Registration Statement on [Form S-8 \(File No. 333-166521\)](#) registering an additional 5,000,000 shares of the Registrant’s Class B common stock under the Plan on May 5, 2010, a Registration Statement on [Form S-8 \(File No. 333-183243\)](#) registering an additional 5,000,000 shares of the Registrant’s Class B common stock under the Plan on August 10, 2012, and a Registration Statement on [Form S-8 \(File No. 333-258263\)](#) registering an additional 3,500,000 shares of the Registrant’s Class B common stock under the Plan on July 29, 2021. The Registrant hereby incorporates by reference the contents of such previously filed Registration Statements on Form S-8 to the extent not otherwise amended or superseded by the contents of this Registration Statement on Form S-8.

Pursuant to General Instruction E of Form S-8, this Registration Statement on Form S-8 is being filed to register an additional 5,000,000 shares of the Registrant’s Class B common stock under the Plan.

## PART II

### INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

#### Item 3. Incorporation of Documents by Reference.

The following documents filed by the Registrant with the Securities and Exchange Commission (the “Commission”) are hereby incorporated by reference in this Registration Statement:

- (a) the Registrant’s [Annual Report on Form 10-K for the fiscal year ended December 31, 2024 filed with the Commission on February 18, 2025](#);
- (b) the Registrant’s Quarterly Reports on Form 10-Q for the quarterly periods ended March 31, 2025 and June 30, 2025, filed with the Commission on [May 8, 2025](#) and [August 5, 2025](#), respectively;
- (c) the Registrant’s Current Reports on Form 8-K filed with the Commission on [March 7, 2025](#), [April 14, 2025](#), [May 16, 2025](#) and [June 27, 2025](#); and
- (d) the description of the Registrant’s Class B common stock filed as [Exhibit 4.7](#) to the Registrant’s Annual Report on Form 10-K for the fiscal year ended December 31, 2024 filed with the Commission on February 18, 2025, including any amendments or reports filed for the purpose of updating such description.

All documents filed by the Registrant with the Commission pursuant to Sections 13(a), 13(c), 14 and 15(d) of the Securities Exchange Act of 1934, as amended, other than any information the Registrant furnishes, rather than files, with the Commission, subsequent to the date of this Registration Statement and prior to the filing of a post-effective amendment that indicates that all the securities offered have been sold or that deregisters all securities then remaining unsold, shall be deemed to be incorporated by reference into this Registration Statement and to be a part hereof from the date of the filing of such documents with the Commission.

Any statement contained in this Registration Statement or in a document incorporated or deemed to be incorporated by reference in this Registration Statement will be deemed to be modified or superseded to the extent that a statement contained herein or in any other subsequently filed document which also is or is deemed to be incorporated by reference in this Registration Statement modifies or supersedes that statement. Any statement so modified or superseded will not be deemed, except as so modified or superseded, to constitute a part of this Registration Statement.

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**Item 8. Exhibits.**

The following is a list of all exhibits filed as part of this Registration Statement or, as noted, incorporated by reference into this Registration Statement:

<b>Exhibit Number</b>	<b>Description of Exhibit</b>
<a href="#">5.1*</a>	<a href="#">Opinion of Perkins Coie LLP.</a>
<a href="#">23.1*</a>	<a href="#">Consent of PricewaterhouseCoopers LLP.</a>
<a href="#">23.2*</a>	<a href="#">Consent of Perkins Coie LLP (included in Exhibit 5.1).</a>
<a href="#">24.1*</a>	<a href="#">Power of Attorney (included on the signature pages hereof).</a>
<a href="#">99.1</a>	<a href="#">Molson Coors Beverage Company Incentive Compensation Plan, as amended and restated (incorporated herein by reference to Exhibit 10.1 to the Registrant's Current Report on Form 8-K filed on May 16, 2025).</a>
<a href="#">107*</a>	<a href="#">Filing Fee Table.</a>

\* Filed herewith.

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## SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Milwaukee, State of Wisconsin, on the 5th day of August, 2025.

### MOLSON COORS BEVERAGE COMPANY

By: /s/ Tracey I. Joubert  
Name: Tracey I. Joubert  
Title: Chief Financial Officer

## POWER OF ATTORNEY

Each of the undersigned hereby constitutes and appoints Tracey I. Joubert and Natalie Maciolek, and each of them, his or her true and lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead in any and all capacities, to sign this registration statement on Form S-8 filed pursuant to the Securities Act of 1933, as amended (the "Securities Act"), and any and all amendments to this registration statement (including post-effective amendments) under the Securities Act, and otherwise, and to file the same, with all exhibits thereto and all other documents in connection therewith, with the Securities and Exchange Commission, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite and necessary to be done to the end that such registration statement or registration statements shall comply with the Securities Act and the applicable rules and regulations adopted or issued pursuant thereto, as fully and to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, or any of them or their substitutes or resubstitutes, may lawfully do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the dates indicated.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
<u>/s/ Gavin D.K. Hattersley</u> Gavin D.K. Hattersley	President, Chief Executive Officer and Director (Principal Executive Officer)	August 5, 2025
<u>/s/ Tracey I. Joubert</u> Tracey I. Joubert	Chief Financial Officer (Principal Financial Officer)	August 5, 2025
<u>/s/ Roxanne M. Stelter</u> Roxanne M. Stelter	Vice President, Controller and Chief Accounting Officer (Principal Accounting Officer)	August 5, 2025
<u>/s/ David S. Coors</u> David S. Coors	Chair	August 5, 2025
<u>/s/ Geoffrey E. Molson</u> Geoffrey E. Molson	Vice Chair	August 5, 2025
<u>/s/ Christian P. Cocks</u> Christian P. Cocks	Director	August 5, 2025
<u>/s/ Peter J. Coors</u> Peter J. Coors	Director	August 5, 2025

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<u>/s/ Roger G. Eaton</u> Roger G. Eaton	Director	August 5, 2025
<u>/s/ Mary Lynn Ferguson-McHugh</u> Mary Lynn Ferguson-McHugh	Director	August 5, 2025
<u>/s/ Charles M. Herington</u> Charles M. Herington	Director	August 5, 2025
<u>/s/ Andrew T. Molson</u> Andrew T. Molson	Director	August 5, 2025
<u>/s/ Nessa O'Sullivan</u> Nessa O'Sullivan	Director	August 5, 2025
<u>/s/ H. Sanford Riley</u> H. Sanford Riley	Director	August 5, 2025
<u>/s/ Jill Timm</u> Jill Timm	Director	August 5, 2025
<u>/s/ Leroy J. Williams, Jr.</u> Leroy J. Williams, Jr.	Director	August 5, 2025
<u>/s/ James A. Winnefeld, Jr.</u> Jr James A. Winnefeld, Jr.	Director	August 5, 2025

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August 5, 2025

Molson Coors Beverage Company  
P.O. Box 4030, BC555  
Golden, Colorado 80401

**Re: Registration Statement on Form S-8 of Shares of Class B Common Stock, par value \$0.01 per share, of Molson Coors Beverage Company**

Ladies and Gentlemen:

We have acted as counsel to Molson Coors Beverage Company (the "Company") in connection with the preparation of a Registration Statement on Form S-8 (the "Registration Statement") under the Securities Act of 1933, as amended (the "Act"), which the Company is filing with the Securities and Exchange Commission with respect to up to an additional 5,000,000 shares of Class B common stock of the Company, par value \$0.01 per share (the "Shares"), which may be issued under the Molson Coors Beverage Company Incentive Compensation Plan (formerly the Molson Coors Brewing Company Incentive Compensation Plan, the "Plan").

In our capacity as counsel, we have examined the Registration Statement and such documents and records of the Company as we have deemed necessary for the purpose of this opinion. In giving this opinion, we are assuming the authenticity of all instruments presented to us as originals, the conformity with originals of all instruments presented to us as copies and the genuineness of all signatures.

Based upon and subject to the foregoing, we are of the opinion that any original issuance Shares that may be issued by the Company pursuant to the Plan, upon registration by its registrar of such Shares and the issuance thereof by the Company in accordance with the terms of the Plan, and the receipt of consideration for such Shares in accordance with the terms of the Plan, will be legally issued, fully paid and nonassessable.

We hereby consent to the filing of this opinion as an exhibit to the Registration Statement. In giving such consent, we do not admit that we are in the category of persons whose consent is required under Section 7 of the Act.

Sincerely,

/s/ Perkins Coie LLP

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**CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

We hereby consent to the incorporation by reference in this Registration Statement on Form S-8 of Molson Coors Beverage Company of our report dated February 18, 2025 relating to the financial statements, financial statement schedule and the effectiveness of internal control over financial reporting, which appears in Molson Coors Beverage Company's Annual Report on Form 10-K for the year ended December 31, 2024.

/s/ PricewaterhouseCoopers LLP  
Milwaukee, Wisconsin  
August 5, 2025

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# Calculation of Filing Fee Tables

## S-8

### MOLSON COORS BEVERAGE CO

Table 1: Newly Registered Securities

Security Type	Security Class Title	Fee Calculation Rule	Amount Registered	Proposed Maximum Offering Price Per Unit	Maximum Aggregate Offering Price	Fee Rate	Amount of Registration Fee
1 Equity	Class B Common Stock, par value \$0.01 per share	457(a)	5,000,000	\$ 48.65	\$ 243,250,000.00	0.0001531	\$ 37,241.58
Total Offering Amounts:					\$ 243,250,000.00		\$ 37,241.58
Total Fee Offsets:							\$ 0.00
Net Fee Due:							\$ 37,241.58

#### Offering Note

1

Pursuant to Rule 416(a) under the Securities Act of 1933, as amended (the "Securities Act"), this Registration Statement also covers such additional and indeterminate number of shares of the Registrant's Class B common stock as may become issuable under the Molson Coors Beverage Company Incentive Compensation Plan (the "Plan") upon any future stock splits, stock dividends or similar transaction with respect to the shares being registered hereunder.

The shares being registered consist of 5,000,000 shares available under the Plan pursuant to an increase under the Plan that became effective on May 14, 2025.

Estimated in accordance with Rules 457(c) and 457(h) of the Securities Act solely for the purpose of calculating the registration fee. The price of \$48.65 per share represents the average of the high and low prices of the Registrant's Class B common stock as reported by the New York Stock Exchange on July 31, 2025.

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