# FORM 4

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

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| 1. Name and Address of Reporting Person[*] <br> Madero Garza Jose Manuel | 2. Issuer Name **and** Ticker or Trading Symbol <br> CONSTELLATION BRANDS, INC. [STZ] | 5. Relationship of Reporting Person(s) to Issuer <br> (Check all applicable) <br> X Director _____ 10% Owner <br> _____ Officer (give title below) _____ Other (specify below) |
| --- | --- | --- |
| (Last) (First) (Middle) <br> C/O CONSTELLATION BRANDS, INC., 207 HIGH POINT DRIVE, BUILDING 100 | 3. Date of Earliest Transaction (Month/Day/Year) <br> 09/24/2020 | |
| (Street) <br> VICTOR, NY 14564 | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) <br> X Form filed by One Reporting Person <br> _____ Form filed by More than One Reporting Person |
| (City) (State) (Zip) | | |

## 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 Stock | 09/24/2020 | | M | | 416 | A | $ 0 [(1)] | 416 | D | |
| Class A Common Stock | 09/24/2020 | | F | | 120 | D | $ 181.87 | 296 | D | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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 control number.**

SEC 1474 (9-02)

## 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 Units | [(1)] | 09/24/2020 | | M | | | 416 | | [(2)] | [(2)] | Class A Common Stock | 416.00 | $ 0 | 0 | D | |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
| --- | --- | --- | --- | --- |
| | Director | 10% Owner | Officer | Other |
| Madero Garza Jose Manuel <br> C/O CONSTELLATION BRANDS, INC. <br> 207 HIGH POINT DRIVE, BUILDING 100 <br> VICTOR, NY 14564 | X | | | |

# Signatures

| /s/ H. Elaine Ziakas for Jose Manuel Madero Garza | 09/28/2020 |
| --- | --- |
| [**]Signature of Reporting Person | Date |

## Explanation of Responses:

**( 1)** Each restricted stock unit represents a contingent right to receive one share of Constellation Brands, Inc. Class A Common Stock.

**( 2)** All of these restricted stock units vest on the September 24, 2020. Vested shares will be delivered to the reporting person as of each vesting date net of shares withheld to satisfy taxes.