

# FORM 4

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

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

**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 * <b>SANDS RICHARD</b> <small>(Last) (First) (Middle)</small> <b>C/O CONSTELLATION BRANDS, INC., 207          HIGH POINT DRIVE, BUILDING 100</b> <small>(Street)</small> <b>VICTOR, NY 14564</b> <small>(City) (State) (Zip)</small>	2. Issuer Name and Ticker or Trading Symbol <b>CONSTELLATION BRANDS, INC. [STZ]</b> 3. Date of Earliest Transaction (Month/Day/Year) <b>11/10/2020</b> 4. If Amendment, Date Original Filed(Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Vice Chairman of the Board</b> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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**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	11/10/2020		C		408,922	A	\$ 0 <a href="#">(1)</a>	408,922	D	
Class A Common Stock	11/10/2020		S		168,113	D	\$ 199,8655 <a href="#">(2)</a>	240,809	D	
Class A Common Stock	11/10/2020		S		202,204	D	\$ 200.3684 <a href="#">(3)</a>	38,605	D	
Class A Common Stock	11/10/2020		S		11,830	D	\$ 201.2663 <a href="#">(4)</a>	26,775	D	
Class A Common Stock	11/10/2020		S		26,775	D	\$ 202.3382 <a href="#">(5)</a>	0	D	
Class A Common Stock								5,483,842 <a href="#">(6)</a>	I	by RRAZ Holdings LLC <a href="#">(7)</a>
Class A Common Stock								15,720 <a href="#">(8)</a>	I	By Spouse
Class A Common Stock								149,876	I	by RES Master LLC <a href="#">(9)</a>

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

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**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				
Class 1 (convertible) Common Stock	<a href="#">(10)</a>	11/10/2020		C		408,922		<a href="#">(10)</a>	<a href="#">(10)</a>	Class A Common Stock	408,922.00	\$ 0	0	D	

## Reporting Owners

Relationships

Reporting Owner Name / Address	Director	10% Owner	Officer	Other
SANDS RICHARD C/O CONSTELLATION BRANDS, INC. 207 HIGH POINT DRIVE, BUILDING 100 VICTOR, NY 14564	X	X	Vice Chairman of the Board	

## Signatures

/s/ H. Elaine Ziakas for Richard Sands	11/13/2020
 Signature of Reporting Person	Date

## Explanation of Responses:

- \* 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).
- (1) The reported shares of Class A Common Stock were received upon the conversion of shares of Class 1 Common Stock on a one-to-one basis.
  - (2) Represents the weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$199.0300 to \$200.0250, inclusive. Upon request by the Commission staff, the issuer, or a security holder of the issuer, the reporting person will provide full information regarding the number of shares sold at each separate price.
  - (3) Represents the weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$200.0300 to \$201.0200, inclusive. Upon request by the Commission staff, the issuer, or a security holder of the issuer, the reporting person will provide full information regarding the number of shares sold at each separate price.
  - (4) Represents the weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$201.0300 to \$202.0200, inclusive. Upon request by the Commission staff, the issuer, or a security holder of the issuer, the reporting person will provide full information regarding the number of shares sold at each separate price.
  - (5) Represents the weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$202.0300 to \$202.6400, inclusive. Upon request by the Commission staff, the issuer, or a security holder of the issuer, the reporting person will provide full information regarding the number of shares sold at each separate price.
  - (6) Except to the extent that the reporting person has a direct or indirect pecuniary interest in securities owned by the applicable trust, partnership or limited liability company, the reporting person disclaims beneficial ownership with respect to securities held in this manner. This report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for the purposes of Section 16 or any other purpose.
  - (7) RRA&Z Holdings LLC ("RRA&Z") is the sole member of WildStar Partners LLC ("WildStar"). WildStar holds a 0.045% co-general partner interest in various Sands family limited partnerships. The reporting person is a member and co-manager of RRA&Z.
  - (8) The reporting person disclaims beneficial ownership with respect to securities held in this manner, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for the purposes of Section 16 or any other purpose.
  - (9) Reflects a change in beneficial ownership of 149,876 shares of Class A Common Stock from direct to indirect. On October 14, 2020, the reporting person transferred 149,876 shares of Class A Common Stock to RES Master LLC. RES Master LLC is a limited liability company that is wholly-owned by a trust, for which the reporting person serves as trustee and is the sole beneficiary.
  - (10) Shares of Class 1 Common Stock are convertible to shares of Class A Common Stock of the Issuer on a one-to-one basis in connection with the holders' sale of the shares of Class A Common Stock received upon the conversion. Class 1 Common Stock is not traded on any stock exchange.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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