

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) December 3, 2024

CONSTELLATION BRANDS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-08495
(Commission
File Number)

16-0716709
(IRS Employer
Identification No.)

50 East Broad Street, Rochester, NY 14614
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code **(585) 678-7100**

Not Applicable

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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

<u>Title of Each Class</u>	<u>Trading Symbol(s)</u>	<u>Name of Each Exchange on Which Registered</u>
Class A Common Stock	STZ	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

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 13(a) of the Exchange Act.

Item 7.01 Regulation FD Disclosure.

On December 3, 2024, Constellation Brands, Inc. (“Constellation” or the “Company”) issued a news release (the “release”) announcing that it has signed an agreement to divest the SVEDKA brand. A copy of this release is furnished herewith as Exhibit 99.1 and is incorporated herein by reference.

References to Constellation’s website and/or other social media sites or platforms in the release do not incorporate by reference the information on such websites, social media sites, or platforms into this Current Report on Form 8-K, and Constellation disclaims any such incorporation by reference. The information in the release attached as Exhibit 99.1 is incorporated by reference into this Item 7.01 in satisfaction of the public disclosure requirements of Regulation FD. This information is “furnished” and not “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 and is not otherwise subject to the liabilities of that section. Such information may be incorporated by reference in another filing under the Securities Exchange Act of 1934 or the Securities Act of 1933 only if and to the extent such subsequent filing specifically references the information incorporated by reference herein.

Item 8.01 Other Events.

On December 3, 2024, the Company announced that it has signed an agreement with Sazerac to divest its SVEDKA brand. This transaction is subject to customary closing conditions, including receipt of regulatory approvals, and is expected to close in the coming months.

Item 9.01 Financial Statements and Exhibits.

INDEX TO EXHIBITS

<u>Exhibit No.</u>	<u>Description</u>
99.1	News Release of Constellation Brands, Inc. dated December 3, 2024.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: December 3, 2024

CONSTELLATION BRANDS, INC.

By: /s/ Garth Hankinson
Garth Hankinson
Executive Vice President and
Chief Financial Officer



PRESS RELEASE

#WORTHREACHINGFOR | VISIT US   

CONSTELLATION BRANDS AGREES TO DIVEST SVEDKA; CONTINUES THE RESHAPING OF WINE & SPIRITS PORTFOLIO TOWARDS THE HIGHER END

Rochester, N.Y., Dec. 3, 2024 – Constellation Brands (NYSE: STZ), a leading beverage alcohol company, today announced that it has reached an agreement with global spirits company Sazerac, to divest its SVEDKA brand. This transaction is expected to close in the coming months.

The decision builds on the company's strategic efforts to further align the wine and spirits portfolio with evolving consumer preferences and growing market sectors, focusing on higher end wine and spirits brands and products. Over the last few years, Constellation has divested the majority of its popular and mainstream wine and spirits brands within the portfolio and is focused on competing predominantly in premium and fine wine and craft spirits segments.

"The actions we have taken over the past several years to reshape our wine and spirits portfolio support our efforts to accelerate the performance of that business," said Bill Newlands, President and Chief Executive Officer, Constellation Brands. "This transaction is another step forward in seeking to ensure that our wine and spirits portfolio is optimized to succeed and to meet our growth objectives."

Jake Wenz, CEO of Sazerac said: "The team at Constellation has built the SVEDKA brand over the years to be known for its high-quality vodka-making traditions, premium liquid standards, and flavor innovation. We are honored for this opportunity and excited to add SVEDKA to our global spirits portfolio featuring their award-winning vodkas, seltzers, and gins."

Additional commentary related to this transaction will be provided at the 2024 Morgan Stanley Global Consumer and Retail Conference on Tuesday, December 3, 2024 in New York, NY during a fireside chat with Garth Hankinson, Executive Vice President and Chief Financial Officer, Constellation Brands. The presentation is scheduled to begin at 2:15 p.m. ET. A live, listen-only webcast of the presentation will be available on the company's investor relations website at ir.cbrands.com under the [News & Events](#) section. For anyone unable to participate in the webcast, a replay will be available on the company's investor relations website through the close of business on January 3, 2025.

The transaction is subject to customary closing conditions, including receipt of regulatory approvals.

ABOUT CONSTELLATION BRANDS

Constellation Brands (NYSE: STZ) is a leading international producer and marketer of beer, wine, and spirits with operations in the U.S., Mexico, New Zealand, and Italy. Our mission is to build brands that people love because we believe elevating human connections is Worth Reaching For. It's worth our dedication, hard work, and calculated risks to anticipate market trends and deliver more for our consumers, shareholders, employees, and industry. This dedication is what has driven us to become one of the fastest-growing, large CPG companies in the U.S. at retail, and it drives our pursuit to deliver what's next.

Every day, people reach for our high-end, iconic imported beer brands such as those in the Corona brand family like the flagship Corona Extra, Modelo Especial and the flavorful lineup of Modelo Cheladas, Pacifico, and Victoria; our fine wine and craft spirits brands including The Prisoner Wine Company, Robert Mondavi Winery, Casa Noble Tequila, and High West Whiskey; and our premium wine brands such as Kim Crawford and Meiomi.

As an agriculture-based company, we have a long history of operating sustainably and responsibly. Our ESG strategy is embedded into our business and our work focuses on serving as good stewards of the environment, enhancing social equity within our industry and communities, and promoting responsible beverage alcohol consumption. These commitments ground our aspirations beyond driving the bottom line as we work to create a future that is truly Worth Reaching For.

To learn more, visit www.cbrands.com and follow us on [X](#), [Instagram](#), and [LinkedIn](#).

ABOUT SAZERAC

With over 400 years of history, Sazerac is one of the world's largest distilled spirits companies. Now in the fourth generation of the current family ownership, Sazerac strives each day to bring the finest spirits to consumers and communities around the world.

Over 500 of the world's most extraordinary brands are part of the Sazerac portfolio, including Buffalo Trace Bourbon, Eagle Rare, Weller, The Last Drop Distillers, Fireball Cinnamon Whisky, Southern Comfort, Wheatley Vodka, Meyers's Rum, White X Cognac, Sazerac de Forge Cognac, Paddy's Irish Whiskey, and many more.

Sazerac is also the steward of many fine distilleries internationally, including Buffalo Trace Distillery in Kentucky, United States; Domaine Sazerac de Segonzac in Cognac, France; Paul John Distillery in Goa, India; and Lough Gill Distillery in County Sligo, Ireland. Additional impressive locations can be found in New Orleans, Montréal, London and Sydney, to name a few.

Learn more at: www.sazerac.com.

FORWARD-LOOKING STATEMENTS

This news release contains forward-looking statements. All statements other than statements of historical fact are forward-looking statements. The word "expect" and similar expressions are intended to identify forward-looking statements, although not all forward-looking statements contain such identifying words. These statements may relate to business strategy, future operations, prospects, plans, and objectives of management, including related to the closing of the transaction and the expected timetable, efforts to accelerate the performance of Constellation's wine and spirits business, optimization of and growth objectives for Constellation's wine and spirits portfolio, the satisfaction of customary closing conditions, including receipt of regulatory approvals, as well as information concerning expected actions of third parties. All forward-looking statements involve risks and uncertainties that could cause actual results to differ materially from those set forth in, or implied by, such forward-looking statements. No assurances can be given that any of the events anticipated by the forward-looking statements will transpire or occur.

The forward-looking statements are based on management's current expectations and should not be construed in any manner as a guarantee that such results will in fact occur. All forward-looking statements speak only as of the date of this news release and Constellation does not undertake any obligation to update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise.

In addition to risks and uncertainties associated with ordinary business operations, the forward-looking statements contained in this news release are subject to other risks and uncertainties, including the completion of the transaction on the expected terms, conditions, and timetable, regulatory requirements, the accuracy of all projections, and other factors and uncertainties disclosed from time-to-time in Constellation Brands' filings with the Securities and Exchange Commission, including its Annual Report on Form 10-K for the fiscal year ended February 29, 2024 and its Quarterly Report on Form 10-Q for the fiscal quarter ended August 31, 2024, which could cause actual future performance to differ from current expectations.

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