

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>SANDS ROBERT</u> (Last) (First) (Middle) <u>C/O CONSTELLATION BRANDS, INC.</u> <u>50 EAST BROAD STREET</u> (Street) <u>ROCHESTER</u> <u>NY</u> <u>14614</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CONSTELLATION BRANDS, INC. [STZ]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>07/10/2025</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person 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	07/10/2025		M		503	A	\$0 ⁽¹⁾	9,103	D	
Class A Common Stock								431,729	I	By RSS Master LLC ⁽²⁾
Class A Common Stock								19,329	I	By PKSDT 2016 STZ LLC ⁽³⁾
Class A Common Stock								912,492	I	By RSS 2015 Business Holdings LP ⁽⁴⁾
Class A Common Stock								3,876,548	I	By RSS Business Holdings LP ⁽⁵⁾
Class A Common Stock								2,164,138	I	By SSR Business Holdings LP ⁽⁶⁾
Class A Common Stock								1,769	I	By Spouse ⁽⁷⁾

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 Securities Underlying Derivative Security (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: 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)	07/10/2025		M			503	07/10/2025 ⁽⁸⁾	(8)	Class A Common Stock	503	\$0	0	D	

Explanation of Responses:

1. Each restricted stock unit represents a contingent right to receive one share of Class A Common Stock.

2. RSS Master LLC ("RSS Master") directly owns the reported securities. RSS Master is a limited liability company that is wholly-owned by the Robert S. Sands Master Trust. The reporting person is the sole trustee and sole beneficiary of the Robert S. Sands Master Trust.

3. PKSDT 2016 STZ LLC ("PKSDT") directly owns the reported securities and is a wholly-owned subsidiary of the Pamela K. Sands 2016 Descendants' Trust (the "Trust"). These shares are held for the benefit of the reporting person's stepchildren. The reporting person's spouse is the trustee of the Trust. 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.

4. The reported securities are owned directly by RSS 2015 Business Holdings LP ("RSS 2015 Holdings"). RSS 2015 Business Management LLC ("RSS 2015 Management") is the co-general partner of, and owns a 0.02458% interest in, RSS 2015 Holdings. The reporting person indirectly controls RSS 2015 Management.
5. The reported securities are owned directly by RSS Business Holdings LP ("RSS Holdings"). RSS Business Management LLC ("RSS Management") is the co-general partner of, and owns a 0.009% interest in, RSS Holdings. The reporting person indirectly controls RSS Management.
6. The reported securities are owned directly by SSR Business Holdings LP ("SSR Holdings"). SSR Business Management LLC ("SSR Management") is the co-general partner of, and owns a 0.016% interest in, SSR Holdings. The reporting person indirectly controls SSR Management.
7. 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.
8. All of these restricted stock units vest on the date specified. Vested shares will be delivered to the reporting person as of the vesting date.

Remarks:

Exhibit 24 - Power of Attorney

[/s/ Matthew Stoloff, Attorney-in-fact](#) [07/14/2025](#)

** Signature of Reporting Person Date

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

* 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).

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

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 Number.

POWER OF ATTORNEY

KNOW ALL BY THESE PRESENTS, THAT THE UNDERSIGNED HEREBY CONSTITUTES AND APPOINTS EACH OF BRIAN S. BENNETT, JIM BOURDEAU, MAGDALENA KAMINSKI, MATTHEW STOLOFF, AND ANY DULY APPOINTED CORPORATE SECRETARY OF CONSTELLATION BRANDS, INC. (THE "COMPANY"), SIGNING SINGLY, AND WITH FULL POWER OF SUBSTITUTION AND RE-SUBSTITUTION, THE UNDERSIGNED'S TRUE AND LAWFUL ATTORNEY-IN-FACT TO:

- (1) take such actions as may be necessary or appropriate to enable the undersigned to submit and file documents, forms, and information (including any amendments thereto), with the U.S. Securities and Exchange Commission (the "SEC") utilizing the SEC's Electronic Data Gathering and Retrieval ("EDGAR") system, which actions may include (a) enrolling the undersigned in EDGAR Next, and (b) preparing, executing, and submitting to the SEC a Form ID, amendments thereto, and such other documents and information as may be necessary or appropriate to obtain codes and passwords enabling the undersigned to make filings and submissions utilizing the EDGAR system;
- (2) prepare and execute any and all forms, schedules, and other documents (including any amendments thereto) the undersigned is required to file with the SEC, or which the attorney-in-fact considers it advisable for the undersigned to file with the SEC, under Section 13 or Section 16 of the Securities Exchange Act of 1934 (the "Exchange Act") or any rule or regulation thereunder, or under Rule 144 ("Rule 144") under the Securities Act of 1933 (the "Securities Act"), including Forms 3, 4 and 5, Schedules 13D and 13G, and Forms 144 (all such forms, schedules and other documents being referred to herein as "SEC Filings");
- (3) submit and file SEC Filings with the SEC utilizing the EDGAR system or cause them to be submitted and filed by a person appointed under Section 5 below;
- (4) file, submit, or otherwise deliver SEC Filings to any securities exchange on which the Company's securities may be listed or traded;
- (5) act as an account administrator for the undersigned's EDGAR account, including: (i) appointing, removing, and replacing account administrators, account users, technical administrators, and delegated entities; (ii) maintaining the security of the undersigned's EDGAR account, including modification of access codes; (iii) maintaining, modifying, and certifying the accuracy of information on the undersigned's EDGAR account dashboard; (iv) acting as the EDGAR point of contact with respect to the undersigned's EDGAR account; and (v) any other actions contemplated by Rule 10 of Regulation S-T with respect to account administrators;
- (6) cause the Company to accept a delegation of authority from any of the undersigned's EDGAR account administrators and, pursuant to that delegation, authorize the Company's EDGAR account administrators to appoint, remove, or replace users for the undersigned's EDGAR account;
- (7) obtain, as the undersigned's representative and on the undersigned's behalf, information regarding transactions in the Company's equity securities from any third party, including the Company and any brokers, dealers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such third party to release any such information to the attorney-in-fact; and
- (8) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned.

The undersigned acknowledges that (a) the foregoing attorneys-in-fact are serving in such capacity at the request of the undersigned; (b) this Power of Attorney authorizes, but does not require, each such attorney-in-fact to act in such attorney-in-fact's discretion on information provided to such attorney-in-fact without independent verification of such information; (c) any documents prepared and/or executed by any attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney will be in such form and will contain such information and disclosure as such attorney-in-fact, in such attorney-in-fact's sole discretion, deems necessary or advisable; (d) neither the Company nor any attorney-in-fact assumes (i) any liability for the undersigned's responsibility to comply with the requirements of the Exchange Act or the Securities Act, (ii) any liability of the undersigned for any failure to comply with such requirements, or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act; and (e) this Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under the Exchange Act or the Securities Act, including, without limitation, the reporting requirements under Section 13 or Section 16 of the Exchange Act.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or advisable to be done in connection with the foregoing, as fully, to all intents and purposes, as the undersigned might or could do in person, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by authority of this Power of Attorney.

The termination of any attorney-in-fact's employment with the Company, however caused, shall operate as a termination of such attorney-in-fact powers and authorities hereunder, but shall not affect the powers and authorities herein granted to any other attorney-in-fact.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, or 5 or Schedules 13D or 13G or Forms 144 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to such attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be effective as of April 9, 2025.

/s/ Robert Sands
Robert Sands

