

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): October 29, 1996

Canandaigua Wine Company, Inc.

(Exact name of registrant as specified in its charter)

| | | |
|---|-----------------------------|--------------------------------------|
| Delaware | 0-7570 | 16-0716709 |
| ----- | ----- | ----- |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

| | |
|---|------------|
| 116 Buffalo Street, Canandaigua, New York | 14424 |
| ----- | ----- |
| (Address of principal executive offices) | (Zip Code) |

Registrant's telephone number, including area code (716) 394-7900

Not Applicable

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

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ITEM 5. OTHER EVENTS

The Registrant released on October 29, 1996 the following announcement:

CANANDAIGUA WINE COMPANY, INC., COMPLETES DEBT OFFERING

CANANDAIGUA, NY, OCTOBER 29, 1996 -- Canandaigua Wine Company, Inc. (NASDAQ: WINEA and WINEB), announced today that it issued \$65,000,000 aggregate principal amount of 8 3/4% Series B Senior Subordinated Notes due 2003. The Company intends to use the net proceeds from the offering (approximately \$60 million) to repay amounts outstanding under its bank credit facility, including revolving loans. The Company will continue to use the revolving loans to support its working capital requirements. In addition, the Company intends to use the revolving loans to complete its previously announced stock repurchase program.

The Series B Senior Subordinated Notes have not been registered under the Securities Act of 1933, as amended, or any state securities laws, and may not be offered or sold in the United States or any state thereof absent registration or an applicable exemption from registration requirements.

Canandaigua Wine Company, Inc., headquartered in Canandaigua, New York, is a leading producer of more than 125 national and regional beverage alcohol brands. It is the second largest supplier of wines, the third largest importer of beers and the fourth largest supplier of distilled spirits in the United States. The Company's beverage alcohol brands are marketed in five general categories and include the following principal brands:

TABLEWINES: Almaden, Inglenook, Paul Masson, Taylor California Cellars, Cribari, Manischewitz, Taylor, Marcus James, Deer Valley and Dunnewood
SPARKLING WINES: Cook's, J. Roget, Great Western and Taylor
DESSERT WINES: Richards Wild Irish Rose, Cisco and Taylor
IMPORTED BEER: Corona, Modelo Especial, St. Pauli Girl and Tsingtao
DISTILLED SPIRITS: Barton, Fleischmann's, Mr. Boston, Montezuma, Canadian LTD, Paul Masson Grande Amber Brandy, Ten High, Inver House and Monte Alban

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 thereunto duly authorized.

Canandaigua Wine Company, Inc.

Dated: October 31, 1996

By: /s/ Robert Sands

Robert Sands
Executive Vice President
and General Counsel

INDEX TO EXHIBITS

- (1) UNDERWRITING AGREEMENT
Not Applicable.
- (2) PLAN OF ACQUISITION, REORGANIZATION, ARRANGEMENT, LIQUIDATION OR SUCCESSION
Not Applicable.
- (4) INSTRUMENTS DEFINING THE RIGHTS OF SECURITY HOLDERS, INCLUDING INDENTURES
Not Applicable.
- (16) LETTER RE CHANGE IN CERTIFYING ACCOUNTANT
Not Applicable.
- (17) LETTER RE DIRECTOR RESIGNATION
Not Applicable.
- (20) OTHER DOCUMENTS OR STATEMENTS TO SECURITY HOLDERS
Not Applicable.
- (23) CONSENTS OF EXPERTS AND COUNSEL
Not Applicable.
- (24) POWER OF ATTORNEY
Not Applicable.
- (27) FINANCIAL DATA SCHEDULE
Not Applicable.
- (99) ADDITIONAL EXHIBITS
None