

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**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

1. Name and Address of Reporting Person * <u>Richard Sands Master Trust</u>  (Last) (First) (Middle) C/O CONSTELLATION BRANDS, INC. 207 HIGH POINT DRIVE, BUILDING 100  (Street) VICTOR NY 14564  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CONSTELLATION BRANDS, INC. [ STZ ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>Member of 10% owner group</u>
	3. Date of Earliest Transaction (Month/Day/Year) 11/10/2022	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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	11/10/2022		A		37,350	A	(1)	187,226	I <sup>(2)</sup>	By RES Master LLC

**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
Class B (convertible) Common Stock	(1)	11/10/2022		D			37,350	(1)	(1)	Class A Common Stock	37,350	(1)	0	I <sup>(2)</sup>	By RES Master LLC

1. Name and Address of Reporting Person * <u>Richard Sands Master Trust</u>  (Last) (First) (Middle) C/O CONSTELLATION BRANDS, INC. 207 HIGH POINT DRIVE, BUILDING 100  (Street) VICTOR NY 14564  (City) (State) (Zip)
1. Name and Address of Reporting Person * <u>RES Master LLC</u>  (Last) (First) (Middle) C/O CONSTELLATION BRANDS, INC. 207 HIGH POINT DRIVE, BUILDING 100  (Street) VICTOR NY 14564  (City) (State) (Zip)

Explanation of Responses:

1. Pursuant to a reclassification exempt under Rule 16b-7 that was effected by Constellation Brands, Inc. on November 10, 2022, each share of Class B Common Stock (\$0.01 par value) was reclassified and converted into one share of Class A Common Stock (\$0.01 par value) and the right to receive a \$64.64 cash payment. The conversion of the shares of Class B Common Stock into shares of Class A Common Stock pursuant to the reclassification is also exempt under Rule 16b-3 to the extent of the pecuniary interest in the shares of Richard Sands.

2. This report is filed jointly by Richard Sands Master Trust and RES Master LLC ("RES Master"). The reported securities are owned directly by RES Master. RES Master is a limited liability company that is wholly-owned by the Richard Sands Master Trust. Richard Sands is the sole trustee and sole beneficiary of the Richard Sands Master Trust.

**Remarks:**

/s/ Thomas M. Farace, Authorized  
Person, Richard Sands Master      11/14/2022  
Trust

/s/ Thomas M. Farace, Authorized      11/14/2022  
Person, RES Master LLC

\*\* 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.**