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**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): **January 16, 2003**

**Constellation Brands, Inc.**

(Exact name of registrant as specified in its charter)

**001-08495**

(Commission File Number)

**Delaware**

(State or other jurisdiction  
of incorporation or organization)

**16-0716709**

(I.R.S. Employer Identification No.)

**300 Willow Brook Office Park, Fairport, New York**  
(Address of principal executive offices)

**14450**  
(Zip Code)

**(585) 218-3600**

(Registrant's telephone number, including area code)

**Not Applicable**

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

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**Item 5. Other Events and Required FD Disclosure.**

On January 16, 2003 Constellation Brands, Inc. (the "Company") entered into an agreement with BRL Hardy Limited ("BRL Hardy") under which the Company will acquire all of the shares of BRL Hardy. BRL Hardy is Australia's largest wine producer. Constellation has offered shareholders of BRL Hardy A\$10.50 per share, valuing BRL Hardy's total shares at approximately US\$1.1 billion. Including the assumption of around US\$325 million in net debt, the total purchase price is valued at approximately US\$1.4 billion. The transaction will be financed through a combination of cash and Company stock. BRL Hardy shareholders will be offered a choice of all cash, all stock or a combination thereof. The transaction is subject to approval of BRL Hardy's shareholders and customary closing conditions, and is expected to close in early April 2003.

On January 16, 2003, the Company also announced management's current expectations for the Company's fiscal year ending February 28, 2003 ("Fiscal 2003"), fiscal year ending February 28, 2004 ("Fiscal 2004") and the effects of the acquisition of BRL Hardy on Fiscal 2004.

Attached hereto as Exhibit 99.1 is a copy of the Company's press release dated January 16, 2003 announcing the BRL Hardy acquisition and management's expectations for Fiscal 2003 and 2004.

**Item 7. Financial Statements and Exhibits**

(c) The following exhibits are filed as part of this Form 8-K.

<u>No.</u>	<u>Description</u>
99.1	Press Release dated January 16, 2003
99.2	Conference call slide presentation dated January 16, 2003
99.3	Website posted information on BRL Hardy dated January 16, 2003
99.4	Website posted information on the Company dated January 16, 2003

**Item 9. Regulation FD Disclosure**

Attached as Exhibits 99.2, 99.3 and 99.4 is information regarding the Company, BRL Hardy and the acquisition of BRL Hardy by the Company that the Company has elected to disclose through Form 8-K and is being furnished but not filed in accordance with Regulation FD.

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.

Dated: January 16, 2003

CONSTELLATION BRANDS, INC.

By: /s/ Thomas F. Howe  
Thomas F. Howe, Senior Vice President,  
Controller



## NEWS RELEASE

## CONTACTS:

**AUSTRALIA Media & Investors:**

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**U.S. Media:**

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**CONSTELLATION BRANDS TO ACQUIRE AUSTRALIA'S LARGEST WINE  
PRODUCER BRL HARDY**

Creates World's Largest Wine Company with Over \$1.7 Billion in Wine Sales

**Fairport, New York, January 16, 2003** — Constellation Brands, Inc. (NYSE: STZ and STZ.B) today announced it has reached an agreement to acquire BRL Hardy Limited (ASX: BRL), Australia's largest wine producer. The transaction will accelerate Constellation's overall growth, increase its overall sales to \$3.2 billion annually and, in combination with Constellation's existing wine businesses, make it the world's largest wine company at \$1.7 billion in wine sales.

Constellation has offered shareholders of BRL Hardy A\$10.50 per share, valuing BRL Hardy's total shares at approximately \$1.1 billion. Including the assumption of around \$325 million in net debt, the total purchase price is valued at approximately \$1.4 billion. The transaction will be financed through a combination of cash and Constellation stock. BRL Hardy shareholders will be offered a choice of all cash, all stock or a combination thereof. The transaction is subject to approval of BRL Hardy's shareholders and customary closing conditions, and is expected to close in early April 2003.

In making the announcement, Constellation Chairman and CEO Richard Sands said, "This is a tremendous addition to Constellation's portfolio. By combining two fast growing and high performing companies, we fulfill Constellation's strategic objectives to accelerate its growth rates, broaden its product portfolio and geographic reach and increase its competitive advantage. BRL Hardy has generated dynamic results over the past five years, producing an average of 21% sales growth and 26% EBIT growth annually during that period." Mr. Sands added, "Together, we will create the world's largest wine company, with powerful market positions in the U.S., U.K. and Australia and a strong platform to grow our export business in other key markets. Combined with continued investment in our fast growing U.S. imported beer and U.K. wholesale businesses, Constellation will be a faster growing company."

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Discussing the combined companies' prospects, Mr. Sands said, "First and foremost we look forward to having BRL Hardy's capable management and employees join Constellation. We have complementary businesses that share a common growth orientation and operating philosophy, which will be truly enhanced when brought together. We will have a powerful wine brand portfolio, encompassing all price points and emphasizing hot 'New World' wines. The strong growth prospects for wine worldwide — particularly those from Australia, U.S., New Zealand, and Chile — and for imported beer in the U.S., and U.K. wholesaling, means we will be well-positioned to deliver increased top line growth and even higher earnings per share growth."

Discussing the transaction, Mr. Sands said, "This deal again demonstrates Constellation's financial discipline and skill at making value-enhancing transactions. While valuing BRL Hardy at a level warranted by their dynamic growth, powerful brands and market position, the transaction is accretive from day one and will generate substantial long term shareholder value."

Stephen Millar, Managing Director of BRL Hardy remarked, "We are truly excited to be joining Constellation, a company we know and respect through our joint venture, Pacific Wine Partners. With this transaction, we will be able to take full advantage of the still growing export potential for Australian, New Zealand and other New World wines. We will immediately benefit from increasing market share in the U.K. and U.S. and will continue developing our business in other key wine markets."

**Outlook**

The following statements are management's current expectations for the Company's fiscal year ending February 28, 2003 ("Fiscal 2003"), fiscal year ending February 28, 2004 ("Fiscal 2004") and the effects of the transaction on Fiscal 2004. These statements are made as of the date of this press release and are forward-looking. Actual results may differ materially from these expectations due to a number of risks and uncertainties.

- Constellation's diluted earnings per share for Fiscal 2003 are expected to be within a range of \$2.03 to \$2.05.
- Constellation's diluted earnings per share for Fiscal 2004 are expected to be within a range of \$2.29 to \$2.35, excluding the impact of the BRL Hardy acquisition.
- The transaction is expected to add \$0.10 to earnings per share for Constellation's Fiscal year 2004, before one-time transaction related expenses and after synergies.

At closing, assuming that BRL Hardy shareholders choose to take the maximum of 15 million Constellation shares, pro forma LTM net debt / EBITDA will be approximately 4.0 times, and pro forma EBITDA interest coverage will be approximately 3.7 times.

**Transaction Structure and Timing**

Based on a purchase price of \$1.4 billion and Constellation's estimate of BRL Hardy's annualized contribution to Fiscal 2004 EBITDA, the transaction, excluding one time transaction related costs, would be valued at approximately 11.4 times EBITDA without cost synergies, and less than 10.0 times with synergies.

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The transaction will be financed through a combination of cash and Constellation stock. BRL Hardy's shareholders will be offered a choice of all cash, all stock or a combination thereof. The stock-based alternatives will be capped at up to 15 million shares in Constellation stock. The stock based alternative is designed to deliver A\$10.50 in value to BRL Hardy's shareholders accepting the stock alternative. To achieve this, the number of shares issued for each BRL Hardy share acquired will vary based on:

- movements in the Constellation share price in the period leading to transaction close above and below the current price of \$25.00, subject to a constrained band; and
- the USD/AUD exchange rate shortly before transaction close.

Further details of the stock based alternative will be included in the documentation to be provided to BRL Hardy shareholders.

Constellation will finance the transaction through a combination of internal cash resources and new debt. The Company has committed financing for all its potential cash requirements under the transaction based on a new \$2.0 billion credit agreement.

The Constellation shares issued to non-US shareholders of BRL Hardy under the stock based alternative will be listed on the Australian Stock Exchange (ASX) in the form of CHES Depository Interests (or CDIs) following application by Constellation for a foreign exempt listing on the ASX. CDIs are beneficial interests in securities traded on the ASX under the electronic transfer and settlement system operated by the ASX in a manner identical to trading in other Australian listed shares. CDIs are issued to enable the electronic transfer and settlement on the ASX of shares issued by foreign companies such as Constellation.

Holders of Constellation CDIs will receive all the economic benefits of legal ownership, such as the right to receive the same dividends, which certificated shareholders are entitled.

The transaction requires approval of BRL Hardy shareholders, who will vote at a special meeting currently scheduled to be held during March 2003. In addition, Australian court and Foreign Investment Review Board approvals are required. The transaction is expected to be completed by early April 2003.

#### **The Business Combination**

The acquisition of BRL Hardy will add over \$500 million in annualized net sales, comprised of BRL Hardy's approximately \$425 million of forecasted 2002 revenues, along with approximately \$120 million of sales from the Pacific Wine Partners joint venture. The additional revenues, combined with those of Constellation's existing wine businesses, will create the world's largest wine business at approximately \$1.7 billion in annual sales. This will solidify its position as one of the world's largest multi-category beverage alcohol companies. Constellation will become the leader in New World wines, with products from the U.S., Australia, New Zealand, Chile and South Africa. It will gain significant marketplace strength in Australia, and add to its already strong positions in the U.K. and U.S. It will also increase its business opportunities in other key markets.

With 22 million 9 liter cases sold annually domestically and abroad, BRL Hardy is Australia's largest wine producer. Of this total, 10.5 million cases are sold in its domestic

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market, giving it a 24% share. It is also the largest seller of Australian wines in the U.K., where it sells nearly 6 million cases and its Hardys and Banrock Station brands are market leaders. Combined with Constellation's U.K. wines sales, which include the #1 on premise brand Stowells of Chelsea, the Company will have 8 of the top 20 wine brands, giving it a 20% share of the U.K. branded wine market, and over a 10% share of the total U.K. wine market, more than double its nearest competitor.

In the U.S., Constellation sells nearly 44 million cases of wine per year (a 20% share), making it the second largest producer. Through the acquisition, Constellation will become sole owner of Pacific Wine Partners (PWP), a 50/50 joint venture the companies operate in which BRL's fast growing Banrock Station, Hardys, Nobilo and other brands are marketed in the U.S. In addition, PWP owns the Blackstone brand, one of the fastest-ever-growing wine brands in the U.S. and currently the 3<sup>rd</sup> largest brand retailing above \$11 per bottle.

Upon its closing, Constellation's and BRL Hardy's wine businesses, as well as Pacific Wine Partners, will become Constellation Wines. BRL Hardy Managing Director Stephen Millar will assume the role of CEO Constellation Wines, reporting to Constellation President and COO Robert Sands. Mr. Millar will remain in Adelaide with a small team. His organization will be responsible for formulating and implementing a worldwide wine strategy that supports the wine businesses. The organization will ensure Constellation captures and leverages the benefits of their newly enhanced brand portfolio, expanded routes to market and greater operating resources. First priority for Mr. Millar will be developing an operating plan for both companies' extensive U.K. and Rest of World wine operations. Because of the specialized nature of the various wine businesses in the U.S., Australia, New Zealand, and Chile, their individual sales marketing and production organizations will remain unchanged, focusing on their day to day activities.

There will be no changes to Constellation's imported beer and spirits businesses.

#### **Conference Call and Supplemental Information**

A conference call to discuss the transaction will be hosted by Richard Sands, Chairman and CEO, and Tom Summer, Executive Vice President and CFO, on Friday, January 17, 2003, at 8:30 a.m. (Eastern). A presentation accompanying the conference call and supplemental information about the transaction are available on Constellation's website at [www.cbrands.com](http://www.cbrands.com).

Additional information can be found on the website. The conference call can be accessed by dialing 412-858-4600 beginning at 8:20 a.m. (Eastern). A live listen-only web cast of the conference call is available on the Internet at Constellation's web site: [www.cbrands.com](http://www.cbrands.com) under "Investor Information." If you are unable to participate in the conference call, there will be a replay available on Constellation's web site or by dialing (412) 858-1440 from approximately 10:30 a.m. (Eastern) on Friday, January 17, 2003, through 12:00 a.m. (Eastern) on Friday, January 31, 2003.

#### **Digital Playback Instructions - Courtesy of ChorusCall**

1. Dial 412-858-1440.

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2. Enter '960' when prompted for your account number followed by the # sign.
  3. Please press '1' to play a recorded conference.
  4. Please enter '306474' when prompted to enter the conference number followed by the # sign.
  5. Please clearly state your name and company name when prompted to do so followed by any key.
  6. Please press '1' to begin the conference playback.

#### **Forward-Looking Statements**

The statements made under the heading Outlook, as well as all other statements set forth in this press release which are not historical facts, are forward-looking statements that involve risks and uncertainties that could cause actual results to differ materially from those set forth in or implied by the forward-looking statements. The Company's forward-looking statements are based on management's current expectations and unless otherwise noted do not take into account the impact of any future acquisition, merger or any other business combination, divestiture or financing that may be completed after the date of this release. Any projections of future results of operations, and in particular, (i) estimates of sales for Constellation and BRL Hardy, (ii) the Company's estimated diluted earnings per share for Fiscal 2003, (iii) the Company's estimated diluted earnings per share for Fiscal 2004, (iv) the transaction's impact on the Company's earnings per share for Fiscal 2004, and (v) the Company's pro forma LTM net debt to EBITDA at closing, should not be construed in any manner as a guarantee that such results will in fact occur. In addition to the risks and uncertainties of ordinary business operations, the forward-looking statements of the Company contained in this press release are also subject to the following risks and uncertainties: the Company achieving certain sales projections and meeting certain cost targets; wholesalers and retailers may give higher priority to products of the Company's competitors; raw material supply, production or shipment difficulties could adversely affect the Company's ability to supply its customers; increased competitive activities in the form of pricing, advertising and promotions could adversely impact consumer demand for the Company's products and/or result in higher than expected selling, general and administrative expenses; a general decline in alcohol consumption; increases in federal and state excise taxes on beverage alcohol products; changes in foreign exchange rates. For additional information about risks and uncertainties that could adversely affect the Company's forward-looking statements, please refer to the Company's filings with the Securities and Exchange Commission, including its Annual Report on Form 10-K for the fiscal year ended February 28, 2002.

**About Constellation**

Constellation Brands, Inc. is a leading producer and marketer of beverage alcohol brands, with a broad portfolio of wines, spirits and imported beers. The Company is the largest single-source supplier of these products in the United States, and both a major producer and independent drinks wholesaler in the United Kingdom. The company also operates a US based joint venture with the largest Australian wine producer, BRL Hardy. Well-known brands in Constellation's

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portfolio include: Corona Extra, Pacifico, St. Pauli Girl, Black Velvet, Fleischmann's, Estancia, Simi, Ravenswood, Blackstone, Banrock Station, Alice White, Talus, Vendange, Almaden, Arbor Mist, Stowells of Chelsea and Blackthorn.

**About BRL Hardy**

BRL Hardy Limited is a leading Australian producer and exporter of wine, with products sourced from Australia, New Zealand and France. The company's wines are distributed worldwide through a network of sales and marketing operations, with the majority of sales generated in Australia, the United Kingdom and the United States. Major export brands include: Hardys Stamp of Australia, Hardys Nottage Hill, Hardys VR and Banrock Station. Other domestic and international brands include: Houghton, Nobile, Leasingham, Moondah Brook, Yarra Burn, Stonehaven, Stanley and Renmano.

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# Constellation

January 16, 2003



## Forward Looking Statements

This presentation contains forward-looking statements within the meaning of the “safe harbor” provisions of the Private Securities Litigation Reform Act of 1995. Statements which are not historical facts and relate to future plans, events or performance are forward-looking statements that are based on management’s current expectations and are subject to a number of factors and uncertainties that could cause actual results to differ materially from those described in the forward-looking statements, including but not limited to future global economic conditions, market conditions, foreign exchange rates, the actions of competitors, consumer preferences and operating and financial risks related to managing growth and integrating acquired businesses. Many of these factors are beyond the control of the Company. More detailed information regarding risk factors is included in Company filings with the U.S. Securities and Exchange Commission.

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## BRL Hardy

- Largest Australian wine producer
- Tremendous historical growth
- Excellent exporting success
- Experienced management team
- Significant growth potential



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## Strategic Attributes

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- Consistent with our growth strategy
  - Improves long term growth trends
  - Increases product depth and geographic reach
  - Enhances scale, industry strength and competitiveness
- Meets acquisition guidelines
  - Growing category
  - New platform
  - Critical mass market
  - Superior talent
  - Improves long-term share holder value

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## Improves Long Term Growth Trends

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- Enhances revenue growth potential in U.K, Europe and other strategic international markets
- 100% of Pacific Wine Partners - a dynamic growing U.S. business
- Ongoing investments in fast growing Imported Beer and U.K. Wholesale businesses assures their role as organic growth drivers
- Ability to capture growth at a faster rate in new world markets

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## Increases Product Breadth and Geographic Reach

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- Offers consumers more choices by adding fast-growing New World wines to Constellation's already broad portfolio of wines, beers and spirits
- Australian wines are the fastest growing wine category in key beverage alcohol markets, and BRL Hardy's brands are among the best performing worldwide
- Constellation's non-U.S. sales will increase from 30% to 40% of its total

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## Improves Scale, Industry Strength and Competitiveness

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- Creates the world's largest wine company, with approximately US\$1.7 billion in total wine sales
- Emerges as the wine category leader in the U.K. and holds leading wine positions in critical markets:

Wine:

- #1 Australia (24% share)
- #1 U.K. (10% share)
- #2 U.S. (20% share)
- #2 New Zealand (14% share)

Beer, Spirits & Other:

- #1 U.K. independent drinks wholesaler
- #2 U.S. imported beer
- #2 U.K. cider
- #3 U.S Spirits

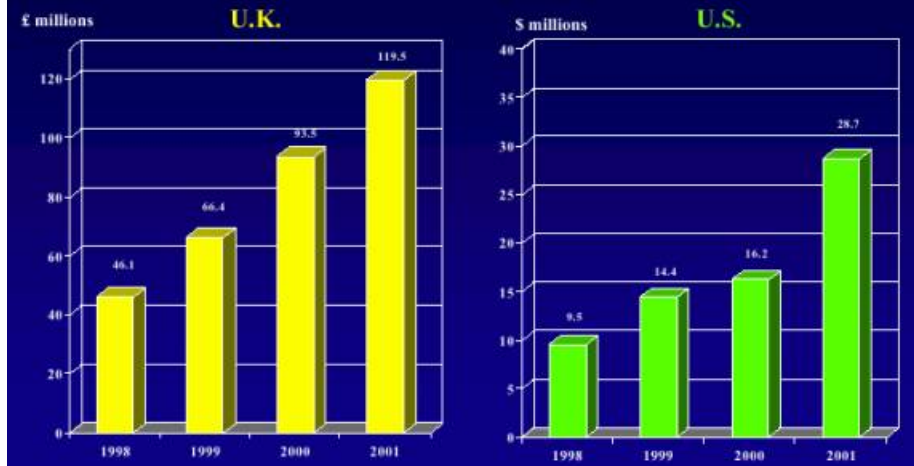
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## Growth in Critical Markets

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## BRL Hardy Net Sales



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## New World Wine Export Market

*Excluding wine sales in the U.S. and the U.K.*

Wine Origin	3 Year CAGR%
United States	10.1
Australia	18.3
New Zealand	12.4
Chile	9.9
South Africa	29.4
Argentina	7.4
Total	14.2

Source: IWSR and Company estimates

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## New World Wine Import Market

Country	Total Import Share%	3 Year CAGR%	New World Share%	3 Year CAGR%
Canada	71	7.4	30	22.0
Germany	52	0.4	4	27.1
Denmark	100	3.3	17	16.2
Sweden	100	6.6	19	10.0
Ireland	100	11.8	23	22.9
Netherlands	100	1.3	61	27.0
Switzerland	61	0.2	20	87.5
Japan	59	-8.5	9	-4.5

Source: IWSR and Company estimates

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## Purchase Price

*(In millions except per share data)*

Australia \$			US \$	
A\$	10.50	Per Share	\$	6.09
A\$	1,900	Total Equity	\$	1,100
A\$	560	Assumed Debt	\$	325



A\$ 2,460 Total Purchase Price \$ 1,425

\* Assumes exchange rate is A\$1.00 to U.S. \$ 0.58 and excludes transaction costs

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### BRL Hardy EBITDA/Valuation

(In millions of US\$)

Forward FY04 EBITDA <sup>(1)</sup>	US\$	125
Purchase Price	US\$	1,425
Forward Multiple		11.4X
Synergies	US\$	20
Forward Multiple w/Synergies		<10X

(1) Estimated, before synergies

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### Financing Proposal

(In millions of US\$)

Sources of Funds		
New Credit Agreement <sup>(1)</sup>	\$	1,291
STZ Equity <sup>(2)</sup>	\$	375
Total Sources	\$	1,666
Uses of Funds		
BRL Equity	\$	1,100
BRL Debt	\$	325
Old STZ Credit Agreement	\$	241
Total uses of Funds	\$	1,666

<sup>(1)</sup>Excludes \$294 undrawn of \$400 revolver and transaction costs

<sup>(2)</sup>Assumes 15 million shares @US\$25.00 per share

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### Expected Balance Sheet Effects

	11/30/02	Pro Forma	Change
Bank Debt	\$ 241	\$ 1,291	\$ 1,050
Other	\$ 22	\$ 22	\$ 0
Senior Debt	\$ 641	\$ 641	\$ 0
Subordinated Debt	\$ 450	\$ 450	\$ 0
Total Debt	\$ 1,354	\$ 2,404	\$ 1,050
Equity	\$ 1,148	\$ 1,523	\$ 375
Debt/Total Cap	54%	61%	

\* Excludes \$294 undrawn of \$400 revolver and transaction costs

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Constellation



## BRL HARDY LIMITED



### BRL HARDY Overview

- BRL Hardy is the largest wine producer (by volume) in the Australian market
- The company listed on the Australian Stock Exchange in September 1992 and has since become one of Australia's leading wine companies and a leading exporter of quality wines to the world
- BRL Hardy has established a strong position in the Australian wine market and has experienced significant success in exporting its wine into world markets and in particular, to the United Kingdom, mainland Europe, North America and New Zealand
- Headquartered in Adelaide, BRL Hardy's major production facilities are situated in Australia, New Zealand, France and North America
- In August 2001, BRL Hardy and Constellation formed the 50/50 joint venture, Pacific Wine Partners, and used this vehicle to acquire the Blackstone winery in October 2001

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### BRL Hardy Brands

Hardys	Hardys cont'd	Houghton	Reynella	Berri Estates
Eileen Hardy	Insignia	Jack Mann		Brentwood range
Thomas Hardy	Signature	Show Reserve	<b>Renmano</b>	3,5 and 15 litre casks
Bankside	Woodcroft	Crofters	Chairman's Selection	
Padthaway	Tawny Ports	Line range	River Breeze range	<b>Buronga</b>
Sir James	Vintage Ports	Wildflower Ridge	2 litre and 4 litre	3,5 and 15 litre casks
Tintara	3 litre Reserve casks	Maidenwood	premium casks	
Tintara Cellars				
Hunter Ridge	<b>Omni</b>	<b>Banrock Station</b>	<b>Wicked Wines</b>	
Siegersdorf		Premium range		
Nottage Hill	<b>Arras</b>	Sparkling range	<b>Nobilo (New Zealand)</b>	
Hardys R&R		Budget range		
Hardys VR	<b>Leasingham</b>	2 litre casks	<b>Selaks</b>	
Stamp of Australia	Classic Clare			
La Baume (France)	Bin range	<b>Chateau Reynella</b>	<b>Stanley</b>	
Black Bottle Brandy	Bastion		2,4 10 & 20 litre casks	

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### Vineyards

- BRL Hardy produces around 95% of its product from grapes processed at its own or contract wineries, with the remaining 5% purchased as juice
- Of grapes processed, around 7% are from BRL Hardy owned vineyards (including JV or leased) with the remainder being purchased predominantly under contract

Location	Area (hectares)	Location	Area (hectares)
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South Australia		Western Australia	
Banrock Station	287	Margaret River	20 *
Clare	314	Frankland River	90 *
Coonawarra	192 *	Houghton	60
Elgin Valley	78 *	Moondah Brook	145
Langhorne Creek	90	Mount Barker	73
McLaren Vale	180 *	Pemberton	91 *
Padthaway	450 *		
Reynella	12	Tasmania	
Wrattonbully	152	Pipers River	22
Victoria		France	
Lake Cullulleraine	160	Domaine de la Baume	32
Hoddles Creek	81		
Yarra Burn	7	New Zealand	
		Marlborough	
		Hawke's Bay	163 *
Australian Capital Territory			
Canberra	40 *		

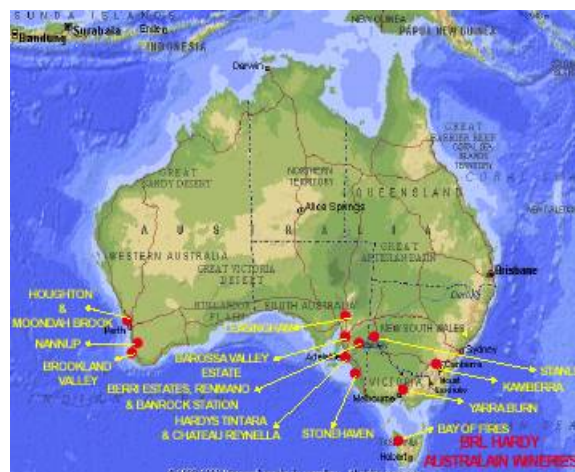
\* includes joint venture and/or leased vineyards

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### BRL Hardy Wineries

- BRL Hardy operates in the major warm area regions South Australia, Victoria and New South Wales and also operates in a number of premium cool areas of Australia
- BRL Hardy carries out substantially all of its packaging at its own facilities at Reynell and Houghton (glass) and Berri and Stanley (cask)

Winery	Processing Capacity (tonnes)	Packaging Capacity (9 litre case equivalents)
<b>Australia</b>		
Berri Estates	120,000	5.1 million
Drylands	2,000	
Houghton	8,000	1.7 million
Kamberra	1,500	
Leasingham	5,500	
Nannup	3,000	
Pipers River	1,000	
Renmano	22,500	
Reynella		10.3 million
Stanley	75,000	6.7 million
Stonehaven	12,000	
Tintara	7,000	
<b>New Zealand</b>		
Huapai	4,000	1.0 million
<b>France</b>		
Domaine de la Baume	3,000	
	<b>264,500</b>	<b>24.8 million</b>



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### KEY FINANCIAL INFORMATION

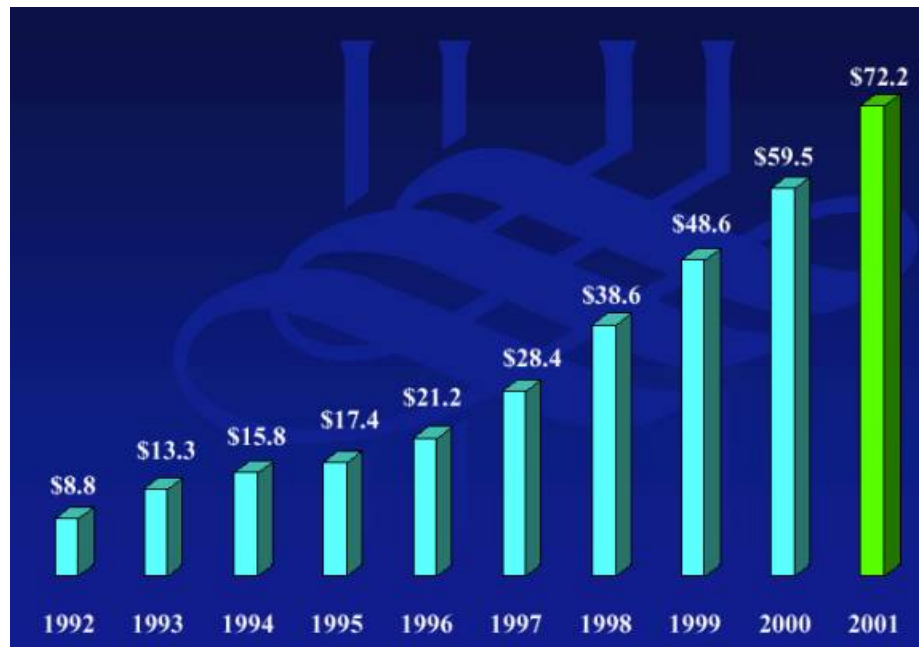
	1996	1997	1998	1999	2000	2001	CAGR 5 Yrs
Sales Revenue	287,806	350,256	430,878	515,430	627,434	757,608	21.4%

EBIT	39,333	49,225	61,679	82,555	102,276	124,248	25.9%
Operating Profit (before tax and abnormals)	32,251	41,893	57,482	72,971	86,010	101,858	25.9%
Operating Profits (after tax and before abnormals)	21,208	28,401	38,551	48,551	59,518	72,159	27.7%
Operating Profit After Tax/Sales	7.4%	8.1%	8.9%	9.4%	9.5%	9.5%	
Net Tangible Asset Backing	\$ 1.48	\$ 1.79	\$ 2.04	\$ 2.43	\$ 2.78	\$ 3.73	
Gearing -- Debt/Equity	57.7%	40.7%	50.2%	63.7%	69.2%	67.7%	
Debt/Market Cap	29.4%	16.1%	19.8%	21.7%	25.9%	23.9%	
EPS (Basic)	18.1c	23.3c	28.7c	*36.0c	*43.0c	45.7c	20.4%

\*Includes effect of tax rate change on future tax liabilities

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### GROUP OPERATING PROFIT AFTER TAX



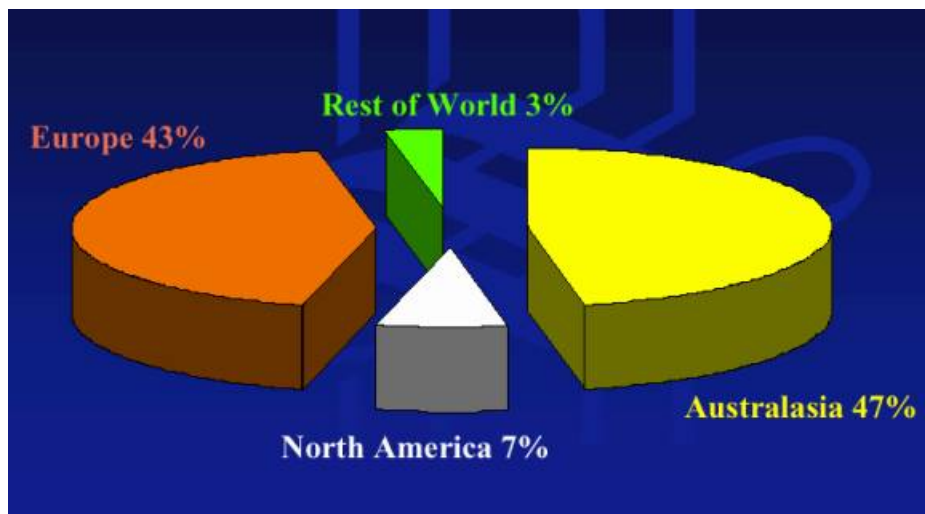
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### GROUP SALES REVENUE



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SALES REVENUE BY REGION



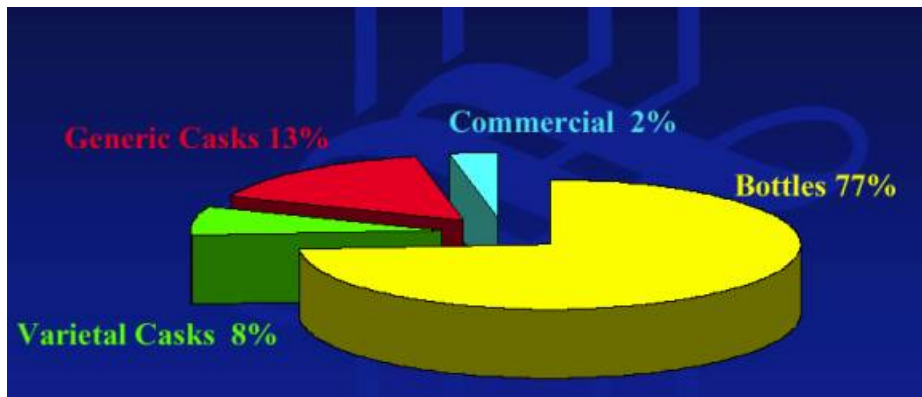
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NET PROFIT BEFORE INTEREST & TAX

	1997 \$000	1998 \$000	1999 \$000	2000 \$000	2001 \$000	% Inc 00/01	4 Year CAGR
Australasia	37,183	39,560	45,166	41,321	46,794	10.0%	5.9%
Europe	11,043	20,479	33,199	52,067	71,589	37.4%	59.6%
North America	272	655	2,868	7,583	5,282	(30.3%)	110.0%
Rest of World	727	985	1,322	1,395	1,776	27.3%	25.0%
	49,225	61,679	82,555	102,276	124,248	21.4%	26.1%

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GROUP SALES BY PRODUCT TYPE





# Constellation



## Constellation Today

- \$2.7 billion net sales
- Major U.S. and U.K. presence
- Leading positions in Beer, Wine and Spirits
- 4-year EPS CAGR 24%
- S&P Midcap 400 component

2

## Operating Strategy

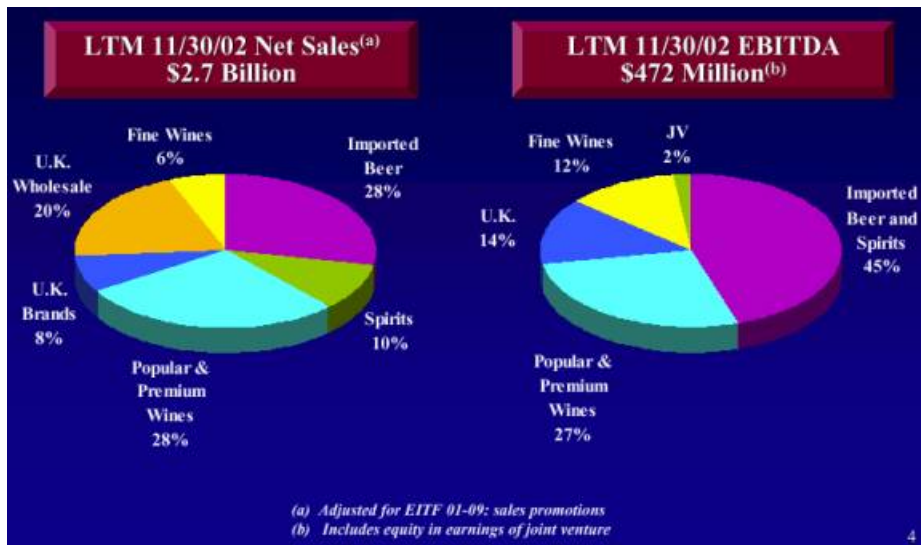
- Offer a broad product range to capitalize on diverse consumer preferences
- Develop innovative products and powerful brands
- Leverage scale in supply and distribution
- Devote resources to faster growing categories
- Maintain customer focus through individual business units

3

## Broad and Balanced

*No single category drives results*





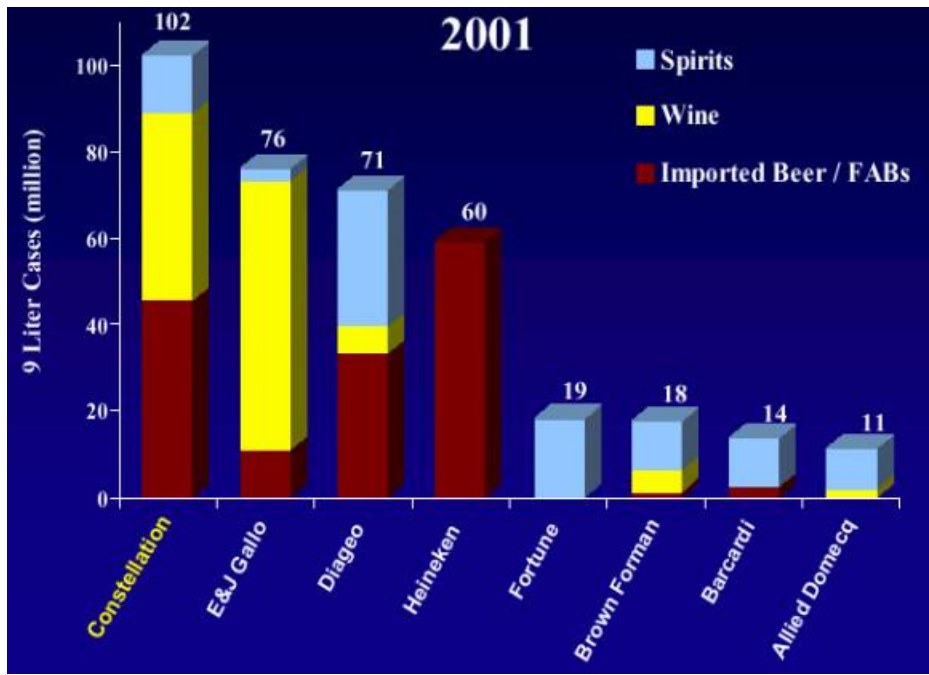
4

### Leading Brands Across Categories



5

### U.S. Case Volume



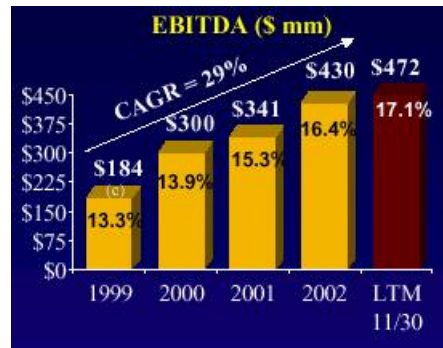
6

### Strategic Vision

- 100% beverage alcohol focused
- Keep portfolio positioned for top-line organic growth of 6%-8%
- Increase relative importance to customers in current core markets
- Build presence in other markets of critical mass

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### Financial Performance(a)



**19 consecutive quarters of double-digit EPS growth**

- (a) Fiscal year ended on the last day of February  
 (b) Adjusted for EITF 01-09  
 (c) Before extraordinary item  
 (d) Adjusted for FAS142 – Goodwill Amortization

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## Credit Statistics

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	2000	Fiscal year ended Feb 28			Q3 '03
		2001	2002		
Debt / EBITDA	4.4x	4.0x	3.3x		2.8x
Debt / Book Cap	69 %	69 %	60 %		54 %
Debt / Market Cap	60 %	53 %	36 %		37 %

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## Summary

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- Industry leader
- Strong management
- Positive financial outlook

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