

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

**FORM 10-Q/A**  
**(Amendment No. 1)**

(Mark One)

**QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**  
For the quarterly period ended November 30, 2010

OR

**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**  
For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number 001-08495



**Constellation**

**CONSTELLATION BRANDS, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of  
incorporation or organization)

**16-0716709**

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

**207 High Point Drive, Building 100, Victor, New York**

(Address of principal executive offices)

**14564**

(Zip Code)

**(585) 678-7100**

(Registrant's telephone number, including area code)

(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

(Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

The number of shares outstanding with respect to each of the classes of common stock of Constellation Brands, Inc., as of December 31, 2010, is set forth below:

<u>Class</u>	<u>Number of Shares Outstanding</u>
Class A Common Stock, par value \$.01 per share	185,832,829
Class B Common Stock, par value \$.01 per share	23,625,158
Class 1 Common Stock, par value \$.01 per share	None

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#### EXPLANATORY NOTE

Constellation Brands, Inc. (the "Company" or "CBI") is filing this Amendment No. 1 to Form 10-Q (this "Amendment") to amend its Quarterly Report on Form 10-Q for the quarterly period ended November 30, 2010, originally filed with the United States Securities and Exchange Commission (the "SEC") on January 10, 2011 (the "Original Form 10-Q"). This Amendment is being filed solely to amend Exhibit 10.1 to the Original Form 10-Q (the "Exhibit"). The Company had sought confidential treatment for portions of the Exhibit and, following correspondence with the SEC, is re-filing the Exhibit with less information redacted. The Company is including new certifications of CBI's chief executive officer and of CBI's chief financial officer pursuant to Rule 13a-14(a) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"). The Company is not including certifications pursuant to Section 1350 of Chapter 63 of Title 18 of the United States Code (18 U.S.C. 1350) as no financial statements are being filed with this Amendment.

Except as described above, no other changes have been made to the Original Form 10-Q. This Amendment does not modify or update in any way the financial position, results of operations, cash flows, or other disclosures in, or other exhibits to, the Original Form 10-Q. This Amendment speaks as of the original filing date of the Original Form 10-Q and does not reflect any events that occurred at a date subsequent to the filing of the Original Form 10-Q. Accordingly, this Amendment should be read in conjunction with the Original Form 10-Q and the Company's other filings made with the SEC.

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**PART II - OTHER INFORMATION**

**Item 6. Exhibits.**

Exhibits required to be filed by Item 601 of Regulation S-K.

For the exhibits that are filed herewith or incorporated herein by reference, see the Index to Exhibits included in this report. The Index to Exhibits is incorporated herein by reference.

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**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.

**CONSTELLATION BRANDS, INC.**

Dated: August 10, 2011

By: /s/ Robert Ryder  
Robert Ryder, Executive Vice President and  
Chief Financial Officer

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## INDEX TO EXHIBITS

### Exhibit No.

- 2.1 Agreement to Establish Joint Venture, dated July 17, 2006, between Barton Beers, Ltd. and Diblo, S.A. de C.V. (filed as Exhibit 2.1 to the Company's Current Report on Form 8-K dated July 17, 2006, filed July 18, 2006 and incorporated herein by reference).+
- 2.2 Amendment No. 1, dated as of January 2, 2007 to the Agreement to Establish Joint Venture, dated July 17, 2006, between Barton Beers, Ltd. and Diblo, S.A. de C.V. (filed as Exhibit 2.1 to the Company's Current Report on Form 8-K dated January 2, 2007, filed January 3, 2007 and incorporated herein by reference).+
- 2.3 Barton Contribution Agreement, dated July 17, 2006, among Barton Beers, Ltd., Diblo, S.A. de C.V. and Company (a Delaware limited liability company to be formed) (filed as Exhibit 2.2 to the Company's Current Report on Form 8-K dated July 17, 2006, filed July 18, 2006 and incorporated herein by reference).+
- 2.4 Share Subscription Agreement dated December 23, 2010 among Constellation Brands, Inc., Vincor U.K. Limited, CBI Australia Holdings Pty Limited, Perpetual Trustee Company Limited as trustee of the CHAMP Buyout III Trust, Perpetual Corporate Trust Limited as trustee of the CHAMP Buyout III (SWF) Trust, CHAMP Buyout III Pte Ltd, and Canopus Holdco Limited (filed as Exhibit 2.1 of the Company's Current Report on Form 8-K dated December 23, 2010, filed December 28, 2010 and incorporated herein by reference).
- 3.1 Restated Certificate of Incorporation of the Company (filed as Exhibit 3.1 to the Company's Quarterly Report on Form 10-Q for the fiscal quarter ended August 31, 2009 and incorporated herein by reference).
- 3.2 Certificate of Amendment to the Certificate of Incorporation of the Company (filed as Exhibit 3.2 to the Company's Quarterly Report on Form 10-Q for the fiscal quarter ended August 31, 2009 and incorporated herein by reference).
- 3.3 Amended and Restated By-Laws of the Company (filed as Exhibit 3.2 to the Company's Current Report on Form 8-K dated December 6, 2007, filed December 12, 2007 and incorporated herein by reference).
- 4.1 Indenture, with respect to 7.25% Senior Notes due 2016, dated as of August 15, 2006, by and among the Company, as Issuer, certain subsidiaries, as Guarantors and BNY Midwest Trust Company, as Trustee (filed as Exhibit 4.1 to the Company's Current Report on Form 8-K dated August 15, 2006, filed August 18, 2006 and incorporated herein by reference).

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- 4.2 Supplemental Indenture No. 1, dated as of August 15, 2006, among the Company, as Issuer, certain subsidiaries, as Guarantors, and BNY Midwest Trust Company, as Trustee (filed as Exhibit 4.2 to the Company's Current Report on Form 8-K dated August 15, 2006, filed August 18, 2006 and incorporated herein by reference).
- 4.3 Supplemental Indenture No. 2, dated as of November 30, 2006, by and among the Company, Vincor International Partnership, Vincor International II, LLC, Vincor Holdings, Inc., R.H. Phillips, Inc., The Hogue Cellars, Ltd., Vincor Finance, LLC, and BNY Midwest Trust Company, as Trustee (filed as Exhibit 4.28 to the Company's Quarterly Report on Form 10-Q for the fiscal quarter ended November 30, 2006 and incorporated herein by reference).
- 4.4 Supplemental Indenture No. 3, dated as of May 4, 2007, by and among the Company, Barton SMO Holdings LLC, ALCOFI INC., and Spirits Marque One LLC, and BNY Midwest Trust Company, as Trustee (filed as Exhibit 4.32 to the Company's Quarterly Report on Form 10-Q for the fiscal quarter ended May 31, 2007 and incorporated herein by reference).
- 4.5 Supplemental Indenture No. 4, with respect to 8 3/8% Senior Notes due 2014, dated as of December 5, 2007, by and among the Company, as Issuer, certain subsidiaries, as Guarantors, and The Bank of New York Trust Company, N.A., (as successor to BNY Midwest Trust Company), as Trustee (filed as Exhibit 4.1 to the Company's Current Report on Form 8-K dated December 5, 2007, filed December 11, 2007 and incorporated herein by reference).
- 4.6 Supplemental Indenture No. 5, dated as of January 22, 2008, by and among the Company, BWE, Inc., Atlas Peak Vineyards, Inc., Buena Vista Winery, Inc., Clos du Bois Wines, Inc., Gary Farrell Wines, Inc., Peak Wines International, Inc., and Planet 10 Spirits, LLC, and The Bank of New York Trust Company, N.A. (successor trustee to BNY Midwest Trust Company), as Trustee (filed as Exhibit 4.37 to the Company's Annual Report on Form 10-K for the fiscal year ended February 29, 2008 and incorporated herein by reference).
- 4.7 Supplemental Indenture No. 6, dated as of February 27, 2009, by and among the Company, Constellation Services LLC, and The Bank of New York Mellon Trust Company National Association (successor trustee to BNY Midwest Trust Company), as Trustee (filed as Exhibit 4.31 to the Company's Annual Report on Form 10-K for the fiscal year ended February 28, 2009 and incorporated herein by reference).
- 4.8 Indenture, with respect to 7.25% Senior Notes due May 2017, dated May 14, 2007, by and among the Company, as Issuer, certain subsidiaries, as Guarantors, and The Bank of New York Trust Company, N.A., as Trustee (filed as Exhibit 4.1 to the Company's Current Report on Form 8-K dated May 9, 2007, filed May 14, 2007 and incorporated herein by reference).

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- 4.9 Supplemental Indenture No. 1, dated as of January 22, 2008, by and among the Company, BWE, Inc., Atlas Peak Vineyards, Inc., Buena Vista Winery, Inc., Clos du Bois Wines, Inc., Gary Farrell Wines, Inc., Peak Wines International, Inc., and Planet 10 Spirits, LLC, and The Bank of New York Trust Company, N.A. (successor trustee to BNY Midwest Trust Company), as Trustee (filed as Exhibit 4.39 to the Company's Annual Report on Form 10-K for the fiscal year ended February 29, 2008 and incorporated herein by reference).
- 4.10 Supplemental Indenture No. 2, dated as of February 27, 2009, by and among the Company, Constellation Services LLC, and The Bank of New York Mellon Trust Company National Association (successor trustee to BNY Midwest Trust Company), as Trustee (filed as Exhibit 4.34 to the Company's Annual Report on Form 10-K for the fiscal year ended February 28, 2009 and incorporated herein by reference).
- 4.11 Credit Agreement, dated as of June 5, 2006, among Constellation, the Subsidiary Guarantors party thereto, the Lenders party thereto, JPMorgan Chase Bank, N.A., as Administrative Agent, Citicorp North America, Inc., as Syndication Agent, J.P. Morgan Securities Inc. and Citigroup Global Markets Inc., as Joint Lead Arrangers and Bookrunners, and The Bank of Nova Scotia and SunTrust Bank, as Co-Documentation Agents (filed as Exhibit 4.11 to the Company's Quarterly Report on Form 10-Q for the fiscal quarter ended May 31, 2010 and incorporated herein by reference).
- 4.12 Amendment No. 1, dated as of February 23, 2007, to the Credit Agreement, dated as of June 5, 2006, among Constellation, the subsidiary guarantors referred to on the signature pages to such Amendment No. 1, and JPMorgan Chase Bank, N.A., in its capacity as Administrative Agent (filed as Exhibit 99.1 to the Company's Current Report on Form 8-K, dated and filed February 23, 2007, and incorporated herein by reference).
- 4.13 Amendment No. 2, dated as of November 19, 2007, to the Credit Agreement, dated as of June 5, 2006, among Constellation, the Subsidiary Guarantors referred to on the signature pages to such Amendment No. 2, and JPMorgan Chase Bank, N.A., in its capacity as Administrative Agent (filed as Exhibit 4.1 to the Company's Current Report on Form 8-K, dated and filed November 20, 2007, and incorporated herein by reference).
- 4.14 Amendment No. 3, dated as of January 25, 2010, to the Credit Agreement, dated as of June 5, 2006, among Constellation Brands, Inc., the Subsidiary Guarantors referred to on the signature pages to such Amendment No. 3, JPMorgan Chase Bank, N.A., in its capacity as Administrative Agent and Issuing Lender, Bank of America, N.A., in its capacity as Swingline Lender, The Bank of Nova Scotia, in its capacity as Issuing Lender, JPMorgan Securities Inc., in its capacity as joint bookrunner, CoBank, ACB, in its capacity as joint bookrunner, Banc of America Securities LLC, in its capacity as joint bookrunner and Cooperatieve Centrale Raiffeisen-Boerenleenbank B.A., "Rabobank Nederland", New York Branch in its capacity as joint bookrunner (filed as Exhibit 4.1 to the Company's Current Report on Form 8-K, dated January 25, 2010, filed January 26, 2010, and incorporated herein by reference).

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- 4.15 Guarantee Assumption Agreement, dated as of August 11, 2006, by Constellation Leasing, LLC, in favor of JPMorgan Chase Bank, N.A., as Administrative Agent, pursuant to the Credit Agreement dated as of June 5, 2006 (as modified and supplemented and in effect from time to time) (filed as Exhibit 4.29 to the Company's Quarterly Report on Form 10-Q for the fiscal quarter ended August 31, 2006 and incorporated herein by reference).
- 4.16 Guarantee Assumption Agreement, dated as of November 30, 2006, by Vincor International Partnership, Vincor International II, LLC, Vincor Holdings, Inc., R.H. Phillips, Inc., The Hogue Cellars, Ltd., and Vincor Finance, LLC in favor of JPMorgan Chase Bank, N.A., as Administrative Agent, pursuant to the Credit Agreement dated as of June 5, 2006 (as modified and supplemented and in effect from time to time) (filed as Exhibit 4.31 to the Company's Quarterly Report on Form 10-Q for the fiscal quarter ended November 30, 2006 and incorporated herein by reference).
- 4.17 Guarantee Assumption Agreement, dated as of May 4, 2007, by Barton SMO Holdings LLC, ALCOFI INC., and Spirits Marque One LLC in favor of JPMorgan Chase Bank, N.A., as Administrative Agent, pursuant to the Credit Agreement dated as of June 5, 2006 (as modified and supplemented and in effect from time to time) (filed as Exhibit 4.39 to the Company's Quarterly Report on Form 10-Q for the fiscal quarter ended May 31, 2007 and incorporated herein by reference).
- 4.18 Guarantee Assumption Agreement, dated as of January 22, 2008, by BWE, Inc., Atlas Peak Vineyards, Inc., Buena Vista Winery, Inc., Clos du Bois Wines, Inc., Gary Farrell Wines, Inc., Peak Wines International, Inc., and Planet 10 Spirits, LLC in favor of JPMorgan Chase Bank, N.A., as Administrative Agent, pursuant to the Credit Agreement dated as of June 5, 2006 (as modified and supplemented and in effect from time to time) (filed as Exhibit 4.46 to the Company's Annual Report on Form 10-K for the fiscal year ended February 29, 2008 and incorporated herein by reference).
- 4.19 Guarantee Assumption Agreement, dated as of February 27, 2009, by Constellation Services LLC in favor of JPMorgan Chase Bank, N.A., as Administrative Agent, pursuant to the Credit Agreement dated as of June 5, 2006 (as modified and supplemented and in effect from time to time) (filed as Exhibit 4.42 to the Company's Annual Report on Form 10-K for the fiscal year ended February 28, 2009 and incorporated herein by reference).
- 10.1 Agreement Regarding Products dated October 28, 2010, between Extrade II, S.A. de C.V., Crown Imports LLC and Marcas Modelo, S.A. de C.V. (previously filed as Exhibit 10.1 to the Original Form 10-Q and re-filed herewith) .++
- 31.1 Certificate of Chief Executive Officer pursuant to Rule 13a-14(a) or Rule 15d-14(a) of the Securities Exchange Act of 1934, as amended (previously filed with the Original Form 10-Q).



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- 31.2 Certificate of Chief Financial Officer pursuant to Rule 13a-14(a) or Rule 15d-14(a) of the Securities Exchange Act of 1934, as amended (previously filed with the Original Form 10-Q).
- 31.3 Certificate of Chief Executive Officer pursuant to Rule 13a-14(a) or Rule 15d-14(a) of the Securities Exchange Act of 1934, as amended (filed herewith).
- 31.4 Certificate of Chief Financial Officer pursuant to Rule 13a-14(a) or Rule 15d-14(a) of the Securities Exchange Act of 1934, as amended (filed herewith).
- 32.1 Certification of Chief Executive Officer pursuant to Section 18 U.S.C. 1350 (previously filed with the Original Form 10-Q).
- 32.2 Certification of Chief Financial Officer pursuant to Section 18 U.S.C. 1350 (previously filed with the Original Form 10-Q).
- 101 The following materials from the Company's Quarterly Report on Form 10-Q for the fiscal quarter ended November 30, 2010, formatted in XBRL (eXtensible Business Reporting Language): (i) Consolidated Balance Sheets at November 30, 2010 and February 28, 2010, (ii) Consolidated Statements of Operations for the nine months and the three months ended November 30, 2010 and 2009, (iii) Consolidated Statements of Cash Flows for the nine months ended November 30, 2010 and 2009, and (iv) Notes to Consolidated Financial Statements (previously filed with the Original Form 10-Q).\*

\* Pursuant to Rule 406T of Regulation S-T, the Interactive Data Files on Exhibit 101 hereto are deemed not filed or part of a registration statement or prospectus for purposes of Sections 11 or 12 of the Securities Act of 1933, as amended (the "Securities Act"), are deemed not filed for purposes of Section 18 of the Exchange Act, and otherwise not subject to liability under those sections. This exhibit shall not be deemed to be incorporated by reference into any filing under the Securities Act or the Exchange Act, except to the extent that the Registrant specifically incorporates this exhibit by reference.

+ Portions of this exhibit were redacted pursuant to a confidential treatment request filed with and approved by the SEC pursuant to Rule 24b-2 under the Exchange Act.

++ This exhibit has been filed separately with the SEC pursuant to an application for confidential treatment. The confidential portions of this exhibit have been omitted and are marked by asterisks.

The Company agrees, upon request of the SEC, to furnish copies of each instrument that defines the rights of holders of long-term debt of the Company or its subsidiaries that is not filed herewith pursuant to Item 601(b)(4)(iii)(A) because the total amount of long-term debt authorized under such instrument does not exceed 10% of the total assets of the Company and its subsidiaries on a consolidated basis.

**AGREEMENT REGARDING PRODUCTS**

Pursuant to Section 3.4(b) of that certain Importer Agreement by and between EXTRADE II, S.A. de C.V. and CROWN IMPORTS LLC dated as of January 2, 2007 (the “**Importer Agreement**”), the parties agree to update the list of trademarks set forth on Exhibit A to the Importer Agreement, effective on and after January 1, 2011 (the “**Effective Date**”), by adding those trademarks set forth on Exhibit A hereto to the list of trademarks on Exhibit A of the Importer Agreement.

Pursuant to Section 2.2 of that certain Sub-License Agreement by and between MARCAS MODELO, S.A. de C.V. and CROWN IMPORTS LLC dated as of January 2, 2007 (the “**Sub-License Agreement**”), the parties agree to update the list of trademarks set forth on Exhibit A to the Sub-License Agreement, effective on and after Effective Date, by adding those trademarks set forth on Exhibit A hereto to the list of trademarks on Exhibit A of the Sub-License Agreement.

Pursuant to Section 5.5 of the Importer Agreement, the parties agree to change the Prices of Products effective on and after [\*\*\*\*], and to replace the Exhibit B to the Importer Agreement in its entirety with Exhibit B attached hereto.

**IN WITNESS WHEREOF**, the parties have executed this Agreement Regarding Products on this 28th day of October, 2010, to be effective on the Effective Date.

EXTRADE II, S.A. DE C.V.

CROWN IMPORTS LLC

By: /s/ Gabriel Aponte / Margarita Hugues

By: /s/ W. Hackett

Name: Gabriel Aponte / Margarita Hugues

Name: W. Hackett

Title: Legal representatives

Title: President

MARCAS MODELO, S.A. DE C.V.

By: /s/ Margarita Hugues / Gabriel Aponte

Name: Margarita Hugues / Gabriel Aponte

Title: Legal representatives

[\*\*\*\*] Confidential treatment has been requested for portions of this exhibit. The copy filed herewith omits information subject to the confidentiality request. Omissions are designated with brackets containing asterisks. As part of our confidential treatment request, a complete version of this exhibit has been filed separately with the Securities and Exchange Commission.

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**EXHIBIT A**

**ADDITIONAL TRADEMARKS**

<b>Mark</b>	<b>Registration No.</b>	<b>Date Registered</b>
VICTORIA & Design	n/a	n/a
VICTORIA (Stylized)	n/a	n/a

**EXHIBIT B**  
**PRICING FOR PRODUCT LINE<sup>1</sup>**

Prices

CORONA EXTRA (packaged in bottles)

A.	6-Pack Packaging	<u>Per Case</u>
	[****]	[****]
B.	12-Pack Packaging	<u>Per Case</u>
	[****]	[****]
C.	24-Loose Packaging	<u>Per Case</u>
	[****]	[****]

<sup>1</sup> Prices effective for all Product on and after [\*\*\*\*]. The Prices set forth herein reflect the adjustments from Sections 5.2 and 5.3 of the Importer Agreement. Effective as of [\*\*\*\*], all Prices shall be [\*\*\*\*].

D.	24 oz Packaging	<u>Per Case</u>
	[****]	[****]
E.	3.2% 6-Pack Packaging – introduced in 2007 after JV formation	<u>Per Case</u>
	[****]	[****]
F.	3.2% 12-Pack Packaging – introduced in 2007 after JV formation	<u>Per Case</u>
	[****]	[****]
G.	3.2% 24 oz Packaging – introduced in 2007 after JV formation	<u>Per Case</u>
	[****]	[****]
H.	18-Pack Packaging – introduced in 2009	<u>Per Unit</u>
	[****]	[****]

I. "Soccer Pack" (18 Pack) – introduced in 2010 Per Unit

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CORONA EXTRA (packaged in cans)

A. 12 oz Packaging (6 pack) Per Case

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B. 12 oz Packaging (12 pack) – introduced in 2008 Per Case

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C. 3.2% 12 oz Packaging (12 pack) – introduced in 2008 Per Case

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D. 24 oz Packaging – introduced in 2009 Per Case

[\*\*\*\*] [\*\*\*\*]

CORONA LIGHT (packaged in bottles)

A.	6-Pack Packaging	<u>Per Case</u>
	[****]	[****]
B.	12-Pack Packaging	<u>Per Case</u>
	[****]	[****]
C.	24-Loose Packaging	<u>Per Case</u>
	[****]	[****]
D.	3.2% 6-Pack Packaging – introduced in 2008	<u>Per Case</u>
	[****]	[****]
E.	3.2% 12-Pack Packaging – introduced in 2008	<u>Per Case</u>
	[****]	[****]

F. 18-Pack Packaging – introduced in 2009 Per Unit

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CORONA LIGHT (packaged in cans)

A. Tall Can 12-Pack Packaging – introduced in 2008 Per Case

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B. 24 oz Packaging – introduced in 2009 Per Case

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CORONA FAMILIAR (packaged in bottles)

A. 32 oz. 12-Pack Packaging – introduced in 2010 Per Unit

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NEGRA MODELO (packaged in bottles)

- |    |                   |                 |
|----|-------------------|-----------------|
| A. | 6-Pack Packaging  | <u>Per Case</u> |
|    | [****]            | [****]          |
| B. | 12-Pack Packaging | <u>Per Case</u> |
|    | [****]            | [****]          |

NEGRA MODELO (packaged in kegs)

- |    |   |                 |
|----|---|-----------------|
| A. | 30L Quarter-Barrel – introduced in 2008 | <u>Per Unit</u> |
|    | [****]                                  | [****]          |
| B. | 60L Half-Barrel – introduced in 2009    | <u>Per Unit</u> |
|    | [****]                                  | [****]          |

C.	Quarter-Barrel Slim – introduced in 2009	<u>Per Unit</u>
	[****]	[****]

MODELO ESPECIAL (packaged in bottles)

A.	6-Pack Packaging	<u>Per Case</u>
	[****]	[****]

B.	12-Pack Packaging	<u>Per Case</u>
	[****]	[****]

C.	3.2% 6-Pack Packaging – introduced in 2008	<u>Per Case</u>
	[****]	[****]

D.	3.2% 12-Pack Packaging – introduced in 2008	<u>Per Case</u>
	[****]	[****]

MODELO ESPECIAL (packaged in cans)

A.	6-Pack Packaging	<u>Per Case</u>
	[****]	[****]
B.	12-Pack Packaging	<u>Per Case</u>
	[****]	[****]
C.	24 oz Packaging	<u>Per Case</u>
	[****]	[****]
D.	3.2% 12-Pack Packaging – introduced in 2008	<u>Per Case</u>
	[****]	[****]
E.	3.2% 24 oz. Packaging – introduced in 2009	<u>Per Case</u>
	[****]	[****]

F.	18-Pack Packaging – introduced in 2009	<u>Per Unit</u>
	[****]	[****]
G.	24-Pack Packaging – introduced in 2009	<u>Per Case</u>
	[****]	[****]
H.	24 oz. 3-Pack Packaging – introduced in 2009	<u>Per Case</u>
	[****]	[****]

MODELO ESPECIAL (packaged in kegs)

A.	30L Quarter-Barrel – introduced in 2008	<u>Per Unit</u>
	[****]	[****]
B.	30L Quarter-Barrel Slim – introduced in 2009	<u>Per Unit</u>
	[****]	[****]

C. Half-Barrel – introduced in 2009

Per Unit

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PACIFICO (packaged in bottles)

A. 12 oz. 6-Pack Packaging

Per Case

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B. 12 oz. 12-Pack Packaging

Per Case

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C. 12 oz. 24-Loose Packaging

Per Case

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D. 24 oz Packaging

Per Case

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E.	7 oz 6-Pack Packaging – introduced in 2009	<u>Per Case</u>
	[****]	[****]

PACIFICO (packaged in kegs)

A.	60L Half-Barrel – introduced in 2010 <sup>2</sup>	<u>Per Unit</u>
	[****]	[****]

B.	30 L Quarter-Barrel – introduced in 2011 <sup>3</sup>	<u>Per Unit</u>
	[****]	[****]

PACIFICO BALLENA (packaged in bottles)

A.	32 oz. 12-Pack Packaging – introduced in 2010	<u>Per Unit</u>
	[****]	[****]

<sup>2</sup> [\*\*\*\*]

<sup>3</sup> [\*\*\*\*]

CORONITA EXTRA (packaged in bottles)

A.	6-Pack Packaging	<u>Per Case</u>
	[****]	[****]
B.	6-Pack Packaging (Beach & Palm Tree, i.e., Loose)	<u>Per Case</u>
	[****]	[****]
C.	3.2% 7 oz 6-Pack Packaging – introduced in 2007 after JV formation	<u>Per Case</u>
	[****]	[****]
D.	3.2% 7 oz Loose – introduced in 2007 after JV formation	<u>Per Case</u>
	[****]	[****]

CORONITA LIGHT (packaged in bottles)

A.	7oz Loose Packaging – introduced in 2008	<u>Per Case</u>
	[****]	[****]

VICTORIA (packaged in bottles)

A.	12 oz. 6-Pack Packaging – 2010 Chicago test market	<u>Per Case</u>
	[****]	[****]

VICTORIA (packaged in kegs)

A.	30L Quarter-Barrel Slim – 2010 Chicago test market	<u>Per Unit</u>
	[****]	[****]



**RULE 13a-14(a)/15d-14(a) CERTIFICATION  
OF CHIEF EXECUTIVE OFFICER**

**Constellation Brands, Inc.  
Form 10-Q for Fiscal Quarter Ended November 30, 2010, as Amended**

I, Robert Sands, certify that:

1. I have reviewed this Amendment No. 1 to the report on Form 10-Q of Constellation Brands, Inc.; and
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report.

Date: August 10, 2011

/s/ Robert Sands

Robert Sands

President and Chief Executive Officer

**RULE 13a-14(a)/15d-14(a) CERTIFICATION  
OF CHIEF FINANCIAL OFFICER**

**Constellation Brands, Inc.  
Form 10-Q for Fiscal Quarter Ended November 30, 2010, as Amended**

I, Robert Ryder, certify that:

1. I have reviewed this Amendment No. 1 to the report on Form 10-Q of Constellation Brands, Inc.; and
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report.

Date: August 10, 2011

/s/ Robert Ryder

Robert Ryder  
Executive Vice President and  
Chief Financial Officer