

# FORM 4

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

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person <b>SANDS ROBERT</b>		2. Issuer Name and Ticker or Trading Symbol <b>CONSTELLATION BRANDS, INC. [STZ]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>President &amp; CEO</b>	
(Last) (First) (Middle) <b>C/O CONSTELLATION BRANDS, INC., 207 HIGH POINT DRIVE, BUILDING 100</b>		3. Date of Earliest Transaction (Month/Day/Year) <b>05/01/2014</b>			
(Street) <b>VICTOR, NY 14564</b>		4. If Amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)					

### 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	05/01/2014		M		112,540	A	\$ 0 (1)	737,702	D	
Class A Common Stock	05/01/2014		M		17,611	A	\$ 0 (2)	755,313	D	
Class A Common Stock	05/01/2014		F		67,120	D	\$ 81.26	688,193	D	
Class A Common Stock								471,608 (3)	I	by CWC Partnership I (4)
Class A Common Stock								1,447,812 (3)	I	by CWC Partnership II (5)
Class A Common Stock								80,928 (6)	I	by LES Holdings LLC (7)
Class A Common Stock								73,800 (6)	I	by MES Holdings LLC (8)
Class A Common Stock								768 (3)	I	by MLR&R (9)

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

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### 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 Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Share Units	(1)	05/01/2014		M	112,540	(10)	(10)	Class A Common Stock	112,540	\$ 0	0	D	
Restricted Stock Units	(2)	05/01/2014		M	12,123	(11)	(11)	Class A Common Stock	12,123	\$ 0	24,244	D	
Restricted Stock Units	(2)	05/01/2014		M	5,488	05/01/2014(11)	(11)	Class A Common Stock	5,488	\$ 0	16,462	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SANDS ROBERT C/O CONSTELLATION BRANDS, INC. 207 HIGH POINT DRIVE, BUILDING 100 VICTOR, NY 14564	X	X	President & CEO	

## Signatures

/s/ H. Elaine Ziakas for Robert Sands		05/05/2014
 Signature of Reporting Person		Date

## Explanation of Responses:

- \* 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).
- (1) Each performance share unit represents a contingent right to receive one share of Constellation Brands, Inc. Class A Common Stock.
- (2) Each restricted stock unit represents a contingent right to receive one share of Constellation Brands, Inc. Class A Common Stock.  
Except to the extent that the reporting person has a direct or indirect pecuniary interest in securities owned by the applicable trust, partnership or limited liability company, the reporting person
- (3) disclaims beneficial ownership with respect to securities held in this manner. 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) CWC Partnership I is a general partnership of which the reporting person is a managing partner and in which he has a pecuniary interest.
- (5) CWC Partnership II is a general partnership of which the reporting person is a trustee of the managing partner and in which he has a pecuniary interest.
- (6) 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.
- (7) LES Holdings LLC is a limited liability company of which the reporting person is the general manager.
- (8) MES Holdings LLC is a limited liability company of which the reporting person is the general manager.
- (9) M, L, R & R ("MLR&R") is a general partnership of which the reporting person is a general partner and in which he has a pecuniary interest. The reporting person is a beneficiary and trustee of The Marvin Sands Master Trust, which is also a partner in MLR&R.
- (10) The performance share units disposed of in the reported transaction vested on May 1, 2014. Vested shares were delivered to the reporting person on the vesting date net of shares withheld to satisfy taxes.
- (11) The restricted stock units disposed of in the reported transaction vested on May 1, 2014. Vested shares are delivered to the reporting person net of shares withheld to satisfy taxes.

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

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