

# 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>LOCKE JAMES A III</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 type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(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>07/10/2021</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)		<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>			

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	07/10/2021		M		567	A	\$ 0 (1)	567	D	
Class A Common Stock								39,517	I	James A. Locke III Revocable Trust (2)

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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Restricted Stock Units	(1)	07/10/2021		M		567		07/10/2021(3)	(3)	Class A Common Stock	\$ 0	0	D	
Non-Qualified Stock Option (right to buy)	\$ 50.90							01/24/2014	07/24/2023	Class 1 (convertible) Common Stock		2,750	I	James A. Locke III Revocable Trust (2) (4)
Non-Qualified Stock Option (right to buy)	\$ 87.13							01/23/2015	07/23/2024	Class 1 (convertible) Common Stock		1,606	I	James A. Locke III Revocable Trust (2) (4)
Non-Qualified Stock Option (right to buy)	\$ 119.37							01/22/2016	07/22/2025	Class 1 (convertible) Common Stock		1,172	I	James A. Locke III Revocable Trust (2) (4)

Non-Qualified Stock Option (right to buy)	\$ 166.34							01/20/2017	07/20/2026	Class 1 (convertible) Common Stock	1,267.00		1,267	I	James A. Locke III Revocable Trust <sup>(2)</sup> <sub>(4)</sub>
Non-Qualified Stock Option (right to buy)	\$ 197.18							01/18/2018	07/18/2027	Class 1 (convertible) Common Stock	1,041.00		1,041	I	James A. Locke III Revocable Trust <sup>(2)</sup> <sub>(4)</sub>
Non-Qualified Stock Option (right to buy)	\$ 213.85							01/17/2019	07/17/2028	Class 1 (convertible) Common Stock	1,015.00		1,015	I	James A. Locke III Revocable Trust <sup>(2)</sup> <sub>(4)</sub>
Non-Qualified Stock Option (right to buy)	\$ 197.88							01/16/2020	07/16/2029	Class 1 (convertible) Common Stock	1,289.00		1,289	I	James A. Locke III Revocable Trust <sup>(2)</sup> <sub>(4)</sub>
Non-Qualified Stock Option (right to buy)	\$ 180.77							01/21/2021	07/21/2030	Class 1 (convertible) Common Stock	1,391.00		1,391	I	James A. Locke III Revocable Trust <sup>(2)</sup> <sub>(4)</sub>

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LOCKE JAMES A III C/O CONSTELLATION BRANDS, INC. 207 HIGH POINT DRIVE, BUILDING 100 VICTOR, NY 14564	X			

## Signatures

/s/Barbara J. LaVerdi, Attorney-in-fact	07/13/2021
 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 restricted stock unit represents a contingent right to receive one share of Constellation Brands, Inc. Class A Common Stock.
- (2) Held by the James A. Locke III Revocable Trust, of which the reporting person serves as trustee and is the sole beneficiary.
- (3) The restricted stock units disposed of in the reported transaction vested on the date specified. Vested shares are delivered to the reporting person as of the vesting date.
- (4) Reflects a change in beneficial ownership of the reported Non-Qualified Stock Options from direct to indirect. On July 9, 2021, the reporting person transferred the Non-Qualified Stock Options to the James A Locke III Revocable Trust.

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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