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

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*  LOCKE JAMES A III				2. Issuer Name and Ticker or Trading Symbol CONSTELLATION BRANDS, INC. [ STZ ]										all applicabl	eporting Person(s) to Issuer e)				
(Last)	(First)	•	ddle)		3. Date of Earliest Transaction (Month/Day/Year) 11/10/2022								7 ^	Director Officer (give title below)		Other (s below)			
C/O CONSTELLATION BRANDS, INC. 207 HIGH POINT DRIVE, BUILDING 100					4. If Amendment, Date of Original Filed (Month/Day/Year)										6. Individual or Joint/Group Filing (Check Applicable L $X$ Form filed by One Reporting Person				
(Street) VICTOR	NY	14	564												Form filed	ed by More than One Reporti			g Person
(City)	(State)	(Zi	o)																
		Та	ble I - Nor	ո-Deri	vativ	e Se	curitie	es Acq	uired, [	Disp	osed of	, or I	Benefic	ially Ow	ned				
Date				Date			2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and				nd 5) Securities Beneficial Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership
									Code	v	Amount		(A) or (D)	Price	Transaction (Instr. 3 and				(Instr. 4)
Class A Common Stock 11/1					0/202	2			A		264		A	(1)	40,858		I		James A. Locke III Revocable Trust <sup>(2)(3)</sup>
	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	(Month/Day/Year) of vative	3A. Deemed Execution Date if any (Month/Day/Yea	ate, T	Code (Instr.		5. Num Derivat Securit Acquir or Disp of (D) ( 4 and 5	tive ties ed (A) oosed Instr. 3,	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. Numbe derivative Securities Beneficia Owned Following Reported Transacti	e s illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				С	ode V		(A)	(D)			Expiration Date	Title		Amount or Number of Shares		(Instr. 4)	on(s)		
Class B (convertible) Common Stock	(1)	11/10/2022		D				264	(1)		(1)	Cor	Class A Common Stock 264		(1)	0		I	James A. Locke III Revocable Trust <sup>(2)</sup>

## 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 James A Locke III.
- 2. Held by the James A. Locke III Revocable Trust, of which the reporting person serves as trustee and is the sole beneficiary.
- 3. Reflects a change in beneficial ownership of 510 shares of Class A Common Stock from direct to indirect. On July 19, 2022, the reporting person transferred 510 shares to the James A. Locke III Revocable Trust.

## Remarks:

/s/ Brian S. Bennett, Attorney-in-

<u>fact</u>

\*\* Signature of Reporting Person

11/14/2022

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.