

OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>McGrew Michael</u> _____ (Last) (First) (Middle) C/O CONSTELLATION BRANDS, INC. 207 HIGH POINT DRIVE, BUILDING 100 _____ (Street) VICTOR NY 14564 _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CONSTELLATION BRANDS, INC. [STZ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) EVP, Chief Com, Strt, ESG, Div
	3. Date of Earliest Transaction (Month/Day/Year) 05/03/2024	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	05/03/2024		C		1,934	A	(1)	4,968	D	
Class A Common Stock	05/03/2024		S		3,237	D	\$255.4967 ⁽²⁾	1,731	D	

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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Non-Qualified Stock Option (right to buy)	\$156.84	05/03/2024		M			748	04/25/2017 ⁽³⁾	04/25/2026	Class 1 (convertible) Common Stock	748	\$0	0 ⁽⁴⁾	D	
Non-Qualified Stock Option (right to buy)	\$172.09	05/03/2024		M			768	04/21/2018 ⁽³⁾	04/21/2027	Class 1 (convertible) Common Stock	768	\$0	0 ⁽⁴⁾	D	
Non-Qualified Stock Option (right to buy)	\$228.26	05/03/2024		M			418	04/23/2019 ⁽³⁾	04/23/2028	Class 1 (convertible) Common Stock	418	\$0	0 ⁽⁴⁾	D	
Class 1 (convertible) Common Stock	(5)	05/03/2024		M			748	(5)	(5)	Class A Common Stock	748	\$156.84	748	D	
Class 1 (convertible) Common Stock	(5)	05/03/2024		M			768	(5)	(5)	Class A Common Stock	768	\$172.09	768	D	
Class 1 (convertible) Common Stock	(5)	05/03/2024		M			418	(5)	(5)	Class A Common Stock	418	\$228.26	418	D	
Class 1 (convertible) Common Stock	(5)	05/03/2024		C			1,934	(5)	(5)	Class A Common Stock	1,934	\$0	0	D	

Explanation of Responses:

- The reported shares of Class A Common Stock were received upon the conversion of shares of Class 1 Common Stock on a one-to-one basis.
- Represents the weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$255.4000 to \$255.6100, inclusive. Upon request by the Commission staff, the issuer, or a security holder of the issuer, the reporting person will provide full information regarding the number of shares sold at each separate price.
- 100% of this option has become exercisable.
- Reflects the transfer of certain options to the reporting person's former spouse.
- Shares of Class 1 Common Stock are convertible into shares of Class A Common Stock of the issuer on a one-to-one basis. In accordance with the certificate of incorporation of Constellation Brands, Inc., any shares of Class A Common Stock issued upon conversion of shares of Class 1 Common Stock must be sold immediately in connection with the conversion. Class 1 Common Stock is not traded on any stock exchange.

Remarks:

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

05/07/2024

** Signature of Reporting Person

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.