

# FORM 4

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

OMB APPROVAL  
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**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

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

(Print or Type Responses)

1. Name and Address of Reporting Person* <b>WILSON W KEITH</b>  (Last) (First) (Middle) <b>C/O CONSTELLATION BRANDS, INC., 207 HIGH POINT DRIVE, BUILDING 100</b>  (Street) <b>VICTOR, NY 14564</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>CONSTELLATION BRANDS, INC. [STZ]</b>  3. Date of Earliest Transaction (Month/Day/Year) <b>08/03/2012</b>  4. If Amendment, Date Original Filed(Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ Exec VP & Chief HR/Admin Ofcr  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
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**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	08/03/2012		C		69,358	A	\$ 0 (1)	96,060	D	
Class A Common Stock	08/03/2012		M		40,000	A	\$ 23.02	136,060	D	
Class A Common Stock	08/03/2012		S		109,358	D	\$ 29.8001 (2)	26,702	D	

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						Title
Class 1 (convertible) Common Stock	(3)	08/03/2012		M		30,000		(3)	(3)	Class A Common Stock	30,000	\$ 23.48	30,000	D	
Class 1 (convertible) Common Stock	(3)	08/03/2012		M		23,108		(3)	(3)	Class A Common Stock	23,108	\$ 20.6	53,108	D	
Class 1 (convertible) Common Stock	(3)	08/03/2012		M		16,250		(3)	(3)	Class A Common Stock	16,250	\$ 22.27	69,358	D	
Class 1 (convertible) Common Stock	(3)	08/03/2012		C			69,358	(3)	(3)	Class A Common Stock	69,358	\$ 0	0	D	
Non-Qualified Stock Option (right to buy)	\$ 23.48	08/03/2012		M		30,000		(4)	01/02/2018	Class 1 Common Stock	30,000	\$ 0	0	D	
Non-Qualified Stock Option (right to buy)	\$ 22.27	08/03/2012		M		16,250		(4)	04/18/2017	Class 1 Common Stock	16,250	\$ 0	0	D	

Non-Qualified Stock Option (right to buy)	\$ 20.6	08/03/2012		M		23,108	04/05/2012 <sup>(5)</sup>	04/05/2021	Class 1 Common Stock	23,108	\$ 0	69,322	D
Non-Qualified Stock Option (right to buy)	\$ 23.02	08/03/2012		M		40,000	(4)	12/23/2014	Class A Common Stock	40,000	\$ 0	0	D

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILSON W KEITH C/O CONSTELLATION BRANDS, INC. 207 HIGH POINT DRIVE, BUILDING 100 VICTOR, NY 14564			Exec VP & Chief HR/Admin Ofcr	

## Signatures

/s/ H. Elaine Ziakas for W. Keith Wilson		08/07/2012
<small>Signature of Reporting Person</small>		<small>Date</small>

## 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) 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.
- (2) Represents the weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$29.8000 to \$29.8050, 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.
- (3) Shares of Class 1 Common Stock are convertible to shares of Class A Common Stock of the Issuer on a one-to-one basis in connection with the holders' sale of the shares of Class A Common Stock received upon the conversion. Class 1 Common Stock is not traded on any stock exchange.
- (4) 100% of this option has become exercisable.
- (5) This option becomes exercisable at the rate of 25% per year beginning on the date specified.

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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