

FORM 4

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

OMB APPROVAL
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per response... 0.5

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* SMITH PAUL L (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 CONSTELLATION BRANDS, INC. [STZ] 3. Date of Earliest Transaction (Month/Day/Year) 05/09/2013 4. If Amendment, Date Original Filed(Month/Day/Year) | 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) 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 |
|--|---|--|

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 | 05/09/2013 | | C | | 11,341 | A | \$ 0 (1) | 32,368 | D | |
| Class A Common Stock | 05/09/2013 | | M | | 2,836 | A | \$ 24.68 | 35,204 | D | |
| Class A Common Stock | 05/09/2013 | | M | | 2,503 | A | \$ 27.96 | 37,707 | D | |
| Class A Common Stock | 05/09/2013 | | S | | 16,680 | D | \$ 49.0242 (2) | 21,027 | D | |
| Class A Common Stock | | | | | | | | 8,033 | I | By Spouse |

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 | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Class 1 (convertible) Common Stock | (3) | 05/09/2013 | | M | | 6,517 | (3) | (3) | Class A Common Stock | 6,517 | \$ 21.48 | 6,517 | D | |
| Class 1 (convertible) Common Stock | (3) | 05/09/2013 | | M | | 4,824 | (3) | (3) | Class A Common Stock | 4,824 | \$ 29.02 | 11,341 | D | |
| Class 1 (convertible) Common Stock | (3) | 05/09/2013 | | C | | 11,341 | (3) | (3) | Class A Common Stock | 11,341 | \$ 0 | 0 | D | |
| Non-Qualified Stock Option (right to buy) | \$ 21.48 | 05/09/2013 | | M | | 6,517 | 01/21/2012(4) | 07/21/2021 | Class 1 Common Stock | 6,517 | \$ 0 | 0 | D | |

| | | | | | | | | | | | | | | |
|---|----------|------------|--|---|--|--|-------|---------------------------|------------|----------------------|-------|------|---|---|
| Non-Qualified Stock Option (right to buy) | \$ 29.02 | 05/09/2013 | | M | | | 4,824 | 01/27/2013 ⁽⁴⁾ | 07/27/2022 | Class 1 Common Stock | 4,824 | \$ 0 | 0 | D |
| Non-Qualified Stock Option (right to buy) | \$ 24.68 | 05/09/2013 | | M | | | 2,836 | ⁽⁴⁾ | 07/27/2016 | Class A Common Stock | 2,836 | \$ 0 | 0 | D |
| Non-Qualified Stock Option (right to buy) | \$ 27.96 | 05/09/2013 | | M | | | 2,503 | ⁽⁴⁾ | 07/28/2015 | Class A Common Stock | 2,503 | \$ 0 | 0 | D |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SMITH PAUL L C/O CONSTELLATION BRANDS, INC. 207 HIGH POINT DRIVE, BUILDING 100 VICTOR, NY 14564 | X | | | |

Signatures

| | | |
|--|--|---------------------|
| /s/ H. Elaine Ziakas for Paul L. Smith | | 05/13/2013 |
| <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 \$49.0000 to \$49.0700, 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.

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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