

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

(Print or Type Responses)

| | | |
|---|---|---|
| 1. Name and Address of Reporting Person* BENNETT ABIGAIL J (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) 11/22/2016 4. If Amendment, Date Original Filed(Month/Day/Year) | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ <input checked="" type="checkbox"/> 10% Owner Officer (give title below) _____ 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 | 11/22/2016 | | J(1) | | 1,252,052 | D | \$ 0 (1) | 1,252,052 (2) | I | by A&Z 2015 Business Holdings LP (1) |
| Class A Common Stock | 11/22/2016 | | J(3) | | 2,333,902 | D | \$ 0 (3) | 2,333,902 | I | by SER Business Holdings LP (3) |
| Class A Common Stock | 11/22/2016 | | J(4) | | 2,164,138 | D | \$ 0 (4) | 2,164,138 | I | by SSR Business Holdings LP (4) |
| Class A Common Stock | | | | | | | | 37,415 | D | |
| Class A Common Stock | | | | | | | | 331,674 (5) | I | by Marilyn Sands Master Trust (5) |
| Class A Common Stock | | | | | | | | 20,615 | I | by NS Descendants' Trust (6) |
| Class A Common Stock | | | | | | | | 158 | I | by SSR Business Management LLC (7) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number. SEC 1474 (9-02)

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 | | | | |
| Class B (convertible) Common Stock | (8) | 11/22/2016 | | J(1) | | 8,012,712 | (8) | (8) | Class A Common Stock | 8,012,712 | (1) | 8,012,712 (2) | I | by A&Z 2015 Business Holdings LP (1) |

| | | | | | | | | | | | | | | |
|------------------------------------|-----|------------|--|-------|--|-----------|-----|-----|----------------------|-----------|------|-----------|---|---------------------------------------|
| Class B (convertible) Common Stock | (8) | 11/22/2016 | | J(9) | | 1,350,000 | (8) | (8) | Class A Common Stock | 1,350,000 | (9) | 1,350,000 | I | by RCT 2015 Business Holdings LP (9) |
| Class B (convertible) Common Stock | (8) | 11/22/2016 | | J(10) | | 5,300,000 | (8) | (8) | Class A Common Stock | 5,300,000 | (10) | 5,300,000 | I | by RES Business Holdings LP (10) |
| Class B (convertible) Common Stock | (8) | 11/22/2016 | | J(11) | | 1,350,000 | (8) | (8) | Class A Common Stock | 1,350,000 | (11) | 1,350,000 | I | by RHT 2015 Business Holdings LP (11) |
| Class B (convertible) Common Stock | (8) | 11/22/2016 | | J(12) | | 1,412,492 | (8) | (8) | Class A Common Stock | 1,412,492 | (12) | 1,412,492 | I | by RSS 2015 Business Holdings LP (12) |
| Class B (convertible) Common Stock | (8) | 11/22/2016 | | J(13) | | 4,518,258 | (8) | (8) | Class A Common Stock | 4,518,258 | (13) | 4,518,258 | I | by RSS Business Holdings LP (13) |
| Class B (convertible) Common Stock | (8) | 11/22/2016 | | J(3) | | 619,892 | (8) | (8) | Class A Common Stock | 619,892 | (3) | 619,892 | I | by SER Business Holdings LP (3) |
| Class B (convertible) Common Stock | (8) | | | | | | (8) | (8) | Class A Common Stock | 20,695 | | 20,695 | I | by Nancy Sands Desc. Trust (6) |
| Class B (convertible) Common Stock | (8) | | | | | | (8) | (8) | Class A Common Stock | 156 | | 156 | I | by RSS Business Management LLC (14) |

Reporting Owners

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

Signatures

| | |
|--|---------------------|
| /s/ Thomas M. Farace, Attorney-in-Fact | 11/23/2016 |
| <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) On November 22, 2016, WildStar Partners LLC ("WildStar") acquired a 0.045% general partner interest in A&Z 2015 Business Holdings LP ("A&Z Holdings") and became a co-general partner of A&Z Holdings with A&Z 2015 Business Management LLC ("A&Z Management"). A&Z Management's ownership interest in A&Z Holdings was reduced from 0.025% to 0.0249% as a result of the transaction. The reporting person indirectly holds limited partner interests in A&Z Holdings and is a member of A&Z Management.

(2) Except to the extent that the reporting person has a direct or indirect pecuniary interest in securities owned by the applicable trust, partnership or limited liability company, the reporting person disclaims beneficial ownership with respect to securities held in this manner. This report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for the purposes of Section 16 or any other purpose.

(3) On November 22, 2016, WildStar acquired a 0.045% general partner interest in SER Business Holdings LP ("SER Holdings") and became a co-general partner of SER Holdings with SER Business Management LLC ("SER Management"). SER Management's ownership interest in SER Holdings was reduced from 0.016% to 0.0159% as a result of the transaction. The reporting person is the sole non-member manager of SER Management. The reporting person disclaims beneficial ownership of the shares held by SER Holdings except to the extent of her interest as a contingent remainder beneficiary of the JS Family Trust and the JS Descendants' Trust, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for the purposes of Section 16 or any other purpose.

(4) On November 22, 2016, WildStar acquired a 0.045% general partner interest in SSR Business Holdings LP ("SSR Holdings") and became a co-general partner of SSR Holdings with SSR Business Management LLC ("SSR Management"). SSR Management's ownership interest in SSR Holdings was reduced from 0.016% to 0.0159% as a result of the transaction. The reporting person is the sole non-member manager of SSR Management. The reporting person disclaims beneficial ownership of the shares held by SSR Holdings except to the extent of her interest as a contingent remainder beneficiary of the NS Family Trust and the NS Descendants' Trust, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for the purposes of Section 16 or any other purpose.

- (5) The reporting person is a trustee of the Marilyn Sands Master Trust. Except to the extent that the reporting person has a direct or indirect pecuniary interest in securities owned by the trust, the reporting person disclaims beneficial ownership with respect to securities held in this manner. This report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for the purposes of Section 16 or any other purpose.
- (6) The reporting person disclaims beneficial ownership of the shares held by such trust except to the extent of her interest as a contingent remainder beneficiary of such trust, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for the purpose of Section 16 or any other purpose.
- (7) Held by SSR Management. The NS Family Trust is the sole member of SSR Management. The reporting person disclaims beneficial ownership of the shares held by SSR Management except to the extent of her interest as a contingent remainder beneficiary of the NS Family Trust, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for the purposes of Section 16 or any other purpose.
- (8) Shares of Class B Common Stock are convertible into shares of Class A Common Stock of the Issuer on a one-to-one basis at any time at the option of the holder. The ticker symbol for Class B Common Stock is STZ.B.
- (9) On November 22, 2016, WildStar acquired a 0.045% general partner interest in RCT 2015 Business Holdings LP ("RCT Holdings") and became a co-general partner of RCT Holdings with RCT 2015 Business Management LLC ("RCT Management"). RCT Management's ownership interest in RCT Holdings was reduced from 0.02573% to 0.02572% as a result of the transaction. The reporting person is the sole non-member manager of RCT Management.
- On November 22, 2016, WildStar acquired a 0.045% general partner interest in RES Business Holdings LP ("RES Holdings") and became a co-general partner of RES Holdings with RES Business Management LLC ("RES Management"). RES Management's ownership interest in RES Holdings was reduced from 0.01% to 0.009% as a result of the transaction. The reporting person is the sole non-member manager of RES Management. The reporting person disclaims beneficial ownership of the shares held by RES Holdings except to the extent of her interest as a contingent remainder beneficiary of the JS Family Trust and the JS Descendants' Trust, and this report shall not be deemed to be an admission that the reporting person is the beneficial owner of such securities for the purposes of Section 16 or any other purpose.
- (10) On November 22, 2016, WildStar acquired a 0.045% general partner interest in RHT 2015 Business Holdings LP ("RHT Holdings") and became a co-general partner of RHT Holdings with RHT 2015 Business Management LLC ("RHT Management"). RHT Management's ownership interest in RHT Holdings was reduced from 0.02573% to 0.02572% as a result of the transaction. The reporting person is the sole non-member manager of RHT Management.
- (11) On November 22, 2016, WildStar acquired a 0.045% general partner interest in RSS 2015 Business Holdings LP ("RSS 2015 Holdings") and became a co-general partner of RSS 2015 Holdings with RSS 2015 Business Management LLC ("RSS 2015 Management"). RSS 2015 Management's ownership interest in RSS 2015 Holdings was reduced from 0.02459% to 0.02458% as a result of the transaction. The reporting person is the sole non-member manager of RSS 2015 Management.
- (12) On November 22, 2016, WildStar acquired a 0.045% general partner interest in RSS Business Holdings LP ("RSS Holdings") and became a co-general partner of RSS Holdings with RSS Business Management LLC ("RSS Management"). RSS Management's ownership interest in RSS Holdings was reduced from 0.01% to 0.009% as a result of the transaction. The reporting person is the sole non-member manager of RSS Management. The reporting person disclaims beneficial ownership of the shares held by RSS Holdings except to the extent of her interest as a contingent remainder beneficiary of the Nancy Sands Family Trust and the Nancy Sands Descendants' Trust, and this report shall not be deemed to be an admission that the reporting person is the beneficial owner of such securities for the purposes of Section 16 or any other purpose.
- (13) Held by RSS Management. The NS Family Trust is the sole member of RSS Management. The reporting person disclaims beneficial ownership of the shares held by RSS Management except to the extent of her interest as a contingent remainder beneficiary of the NS Family Trust, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for the purposes of Section 16 or any other purpose.
- (14)

Remarks:

abpoa.txt Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

POWER OF ATTORNEY

Know all by these present, that the undersigned hereby constitutes and appoints each of Thomas M. Farace, Thomas Mullin, David Sorce, Barbara LaVerdi and Elaine Ziakas, and with full power of substitution, the undersigned's true and lawful attorneys-in-fact to:

- (1) execute for and on behalf of the undersigned, Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 and 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of any such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that any such attorney-in-fact, or any such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is Constellation Brands, Inc. (the "Company") assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 18th day of November, 2016.

/s/ Abigail J. Bennett
Signature

Abigail J. Bennett
Print Name

Witness:

/s/ Adam H. Brunner
Signature

Adam H. Brunner
Print Name