

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-05-16** | Period of Report: **2013-05-14**
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(HTML Version on secdatabase.com)

ISSUER

CONSTELLATION BRANDS, INC.

CIK: **16918** | IRS No.: **160716709** | State of Incorporation: **DE** | Fiscal Year End: **0228**
SIC: **2080** Beverages

Mailing Address
207 HIGH POINT DRIVE
BUILDING 100
VICTOR NY 14564

Business Address
207 HIGH POINT DRIVE
BUILDING 100
VICTOR NY 14564
585-678-7100

REPORTING OWNER

HAUSWALD JEANNE K

CIK: **1198347**
Type: **4** | Act: **34** | File No.: **001-08495** | Film No.: **13851998**

Mailing Address
C/O CONSTELLATION
BRANDS, INC.
207 HIGH POINT DRIVE,
BUILDING 100
VICTOR NY 14564

FORM 4

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

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

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person HAUSWALD JEANANNE K			2. Issuer Name and Ticker or Trading Symbol CONSTELLATION BRANDS, INC. [STZ]			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)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/14/2013					
C/O CONSTELLATION BRANDS, INC., 207 HIGH POINT DRIVE, BUILDING 100			4. If Amendment, Date Original Filed(Month/Day/Year)			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		
(Street) VICTOR, NY 14564								
(City)	(State)	(Zip)						

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	05/14/2013		C		10,447	A	\$ 0 ⁽¹⁾	28,864	D	
Class A Common Stock	05/14/2013		S		10,447	D	\$49.5155 ⁽²⁾	18,417	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 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⁾	05/14/2013		M		10,447		⁽³⁾	⁽³⁾	Class A Common Stock	10,447	\$13.4	10,447	D	
Class 1 (convertible) Common Stock	⁽³⁾	05/14/2013		C		10,447		⁽³⁾	⁽³⁾	Class A Common Stock	10,447	\$ 0	0	D	
Non-Qualified Stock Option	\$13.4	05/14/2013		M		10,447		⁽⁴⁾	07/23/2019	Class 1 Common Stock	10,447	\$ 0	0	D	

(right to
buy)

Explanation of Responses:

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 \$49.5000 to \$49.5500, 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.

Signatures

/s/ H. Elaine Ziakas for Jeananne K. Hauswald

** Signature of Reporting Person

05/16/2013

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.