

CONSTELLATION BRANDS, INC.

Form 4

November 04, 2005

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SUMMER THOMAS S

2. Issuer Name **and** Ticker or Trading  
Symbol  
CONSTELLATION BRANDS, INC.  
[STZ/STZ.B]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O CONSTELLATION BRANDS,  
INC., 370 WOODCLIFF DRIVE,  
SUITE 300

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/02/2005

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
Executive VP & CFO

(Street)

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

FAIRPORT, NY 14450

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                     | Price                                                             |
| Class A<br>Common<br>Stock            | 11/02/2005                              |                                                             | M                                    |                                                                         | 19,840                                                                                                             | A                                                                    | \$<br>6.75                                                        |
|                                       |                                         |                                                             |                                      |                                                                         | 59,050 <sup>(1)</sup>                                                                                              | D                                                                    |                                                                   |

Class A  
Common  
Stock

1,600 I

By spouse  
as  
custodian  
for  
daughter  
under OH  
UTMA

Edgar Filing: CONSTELLATION BRANDS, INC. - Form 4

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Underlying Se<br>(Instr. 3 and 4) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                    | Date Exercisable<br>Expiration<br>Date                         | Title                                             |
| Incentive<br>Stock Option<br>(Right to buy)         | \$ 6.75                                                            | 11/02/2005                              |                                                             | M                                    | 19,840                                                                                                       | <u>(2)</u> 06/20/2010                                          | Class A<br>Common<br>Stock                        |
| Non-Qualified<br>Stock Option<br>(Right to buy)     | \$ 6.5                                                             |                                         |                                                             |                                      |                                                                                                              | <u>(2)</u> 04/14/2009                                          | Class A<br>Common<br>Stock                        |
| Non-Qualified<br>Stock Option<br>(Right to buy)     | \$ 8.8713                                                          |                                         |                                                             |                                      |                                                                                                              | <u>(2)</u> 04/10/2011                                          | Class A<br>Common<br>Stock                        |
| Non-Qualified<br>Stock Option<br>(Right to buy)     | \$ 10.25                                                           |                                         |                                                             |                                      |                                                                                                              | <u>(2)</u> 09/26/2011                                          | Class A<br>Common<br>Stock                        |
| Non-Qualified<br>Stock Option<br>(Right to buy)     | \$ 11.795                                                          |                                         |                                                             |                                      |                                                                                                              | <u>(2)</u> 04/02/2013                                          | Class A<br>Common<br>Stock                        |
| Non-Qualified<br>Stock Option<br>(Right to buy)     | \$ 11.75                                                           |                                         |                                                             |                                      |                                                                                                              | <u>(3)</u> 04/03/2013                                          | Class A<br>Common<br>Stock                        |
| Non-Qualified<br>Stock Option<br>(Right to buy)     | \$ 16.63                                                           |                                         |                                                             |                                      |                                                                                                              | <u>(2)</u> 04/06/2014                                          | Class A<br>Common<br>Stock                        |
| Non-Qualified<br>Stock Option<br>(Right to buy)     | \$ 23.02                                                           |                                         |                                                             |                                      |                                                                                                              | 12/23/2008 <sup>(4)</sup> 12/23/2014                           | Class A<br>Common<br>Stock                        |
| Non-Qualified<br>Stock Option<br>(Right to buy)     | \$ 27.235                                                          |                                         |                                                             |                                      |                                                                                                              | 04/07/2009 <sup>(5)</sup> 04/07/2015                           | Class A<br>Common<br>Stock                        |

## Reporting Owners

| Reporting Owner Name / Address                                                                            | Relationships |           |                    |       |
|-----------------------------------------------------------------------------------------------------------|---------------|-----------|--------------------|-------|
|                                                                                                           | Director      | 10% Owner | Officer            | Other |
| SUMMER THOMAS S<br>C/O CONSTELLATION BRANDS, INC.<br>370 WOODCLIFF DRIVE, SUITE 300<br>FAIRPORT, NY 14450 |               |           | Executive VP & CFO |       |

## Signatures

H. Elaine Farry For: Thomas S.  
Summer

11/04/2005

\_\_Signature of Reporting Person

Date

## 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) Includes shares of Class A Common Stock acquired in July 2005 under the Constellation Brands, Inc. 1989 Employee Stock Purchase Plan.
- (2) 100% of this option has become exercisable.
- (3) 50% of this option has become exercisable and the remaining 50% will become exercisable in two equal annual installments, beginning on April 3, 2006.
- (4) This option becomes exercisable prior to the date specified as follows: (i) 25% has become exercisable; (ii) an additional 25% will become exercisable after the fair market value of a share of Class A Common Stock has been at least \$30.445 for fifteen (15) consecutive trading days; and (iii) the remaining 50% will become exercisable after such fair market value has been at least \$35.01 for fifteen (15) consecutive trading days.
- (5) This option becomes exercisable prior to the date specified as follows: (i) 25% will become exercisable after the fair market value of a share of Class A Common Stock has been at least \$31.32 for fifteen (15) consecutive trading days; (ii) an additional 25% will become exercisable after such fair market value has been at least \$36.02 for fifteen (15) consecutive trading days; and (iii) the remaining 50% will become exercisable after such fair market value has been at least \$41.425 for fifteen (15) consecutive trading days.

### Remarks:

\* The information presented in this Form 4 reflects the effect of the Company's two-for-one stock splits that were distributed in

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.