

BENNETT ABIGAIL J
 Form 4
 April 23, 2009

FORM 4

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

OMB APPROVAL

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 BENNETT ABIGAIL J

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., 207 HIGH POINT DR., BLDG. 100

3. Date of Earliest Transaction (Month/Day/Year)
 04/21/2009

____ Director
 ____ Officer (give title below)
 ___X___ 10% Owner
 ____ Other (specify below)

(Street)
 VICTOR, NY 14564

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

(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 Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	

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)

Edgar Filing: BENNETT ABIGAIL J - Form 4

- Reflects the entry into Purchase Agreements on 4/21/2009 (i) between Robert Sands and the Nancy Sands Family Trust u/a dated 4/9/2009 pursuant to which such trust agreed to purchase from Robert Sands his 100% membership interest (the "RSS LLC Interest") in RSS Business Management LLC ("RSS Management"), and (ii) between Robert Sands and the Nancy Sands Descendants' Trust u/a dated
- (4) 4/9/2009 pursuant to which such trust agreed to purchase from Robert Sands his 99.99% limited partnership interest (the "RSS LP Interest") in RSS Business Holdings LP ("RSS Holdings"). The purchase price for the RSS LLC Interest is the fair market value of the RSS LLC Interest as of 4/20/2009 as determined by an independent appraiser. The purchase price for the RSS LP Interest is the fair market value of the RSS LP Interest as of 4/21/2009 as determined by an independent appraiser, plus an interest component.

- Held by RSS Holdings. RSS Holdings has held 5,300,000 shares since 2/5/2009, the ownership of which is not affected by the reported transactions. RSS Management is the sole general partner of RSS Holdings, holding a .01% general partnership interest, and the
- (5) 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 an admission that the reporting person is the beneficial owner of such securities for the purposes of Section 16 or any other purpose.

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.