SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per 0.5 response:

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	or S	Section 30(h)	of the Investment Company	Act c	of 1940				
1. Name and Address of Reporting Person [*] Robert Sands Master Trust		of Event ng Statement /Day/Year) /2021	3. Issuer Name and Ticker or Trading Symbol <u>CONSTELLATION BRANDS</u> , INC. [STZ]						
(Last)(First)(Middle)207 HIGH POINT DRIVEBUILDING100(Street)VICTORNY14564(City)(State)(Zip)	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title below) below)			/ner	 5. If Amendment, Date of Original Filed (Month/Day/Year) 05/10/2021 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person 				
	Table I - N	lon-Deriva	ative Securities Ben	efici	ally Ow	ned			
1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4) 3. Ownerst Form: Dire (D) or Indii (I) (Instr. 5)			ship 4 rect 0 lirect	hip 4. Nature of Indirect Beneficial Ownership (Instr. 5) rect				
Class A Common Stock	549,301		Ι	ł	by RSS Master LLC ⁽¹⁾				
Class A Common Stock	5,483,842		I	l by		by RRAZ Holdings LLC ⁽²⁾			
			ve Securities Benefi ants, options, conv						
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date		3. Title and Amount of Securities Underlying Derivative Security (Inst 4)		ties	4. Conver or Exer	cise		6. Nature of Indirect Beneficial Ownership (Inst 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Price of Derivative Security			
Class 1 (convertible) Common Stock	(3)	(3)	Class A Common Stock	59	93,352	(3)		Ι	by RSS Maste LLC ⁽¹⁾
Class B (convertible) Common Stock	(4)	(4)	Class A Common Stock	22,	746,786	(4)		Ι	by RRAZ Holdings LLC ⁽²⁾
Non-Qualified Stock Option (right to buy)	04/21/2021 ⁽⁵⁾	04/21/2030	Class 1 (convertible) Common Stock	13	31,088	153.02		Ι	by RSS Maste LLC ⁽¹⁾
Non-Qualified Stock Option (right to buy)	04/26/2014 ⁽⁶⁾	04/26/2023	Class 1 (convertible) Common Stock	1	14,560	47.79		Ι	by RSS Maste LLC ⁽¹⁾
Non-Qualified Stock Option (right to buy)	04/23/2019 ⁽⁵⁾	04/23/2028	Class 1 (convertible) Common Stock	4	5,480	228.26		Ι	by RSS Maste LLC ⁽¹⁾
Non-Qualified Stock Option (right to buy)	04/21/2018 ⁽⁶⁾	04/21/2027	Class 1 (convertible) Common Stock	5	7,772	172.0	09	Ι	by RSS Maste LLC ⁽¹⁾
Non-Qualified Stock Option (right to buy)	04/03/2013 ⁽⁶⁾	04/03/2022	Class 1 (convertible) Common Stock	2	212,380 24		5	Ι	by RSS Maste LLC ⁽¹⁾
Non-Qualified Stock Option (right to buy)	04/28/2015 ⁽⁶⁾	04/28/2024	Class 1 (convertible) Common Stock	7	72,010 79		51	Ι	by RSS Maste LLC ⁽¹⁾
Non-Qualified Stock Option (right to buy)	04/20/2022 ⁽⁵⁾	04/20/2031	Class 1 (convertible) Common Stock	6	6,878	238.3	31	Ι	by RSS Maste LLC ⁽¹⁾
Non-Qualified Stock Option (right to buy)	04/28/2016 ⁽⁶⁾	04/28/2025	Class 1 (convertible) Common Stock	6	4,460	117.3	12	Ι	by RSS Maste LLC ⁽¹⁾

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)									
1. Title of Derivative Security (Instr. 4)		2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of So Underlying Derivative So 4)	4. Conversion or Exercise	5. Ownership Form:	6. Nature of Indirect Beneficial		
		Date Exercisable	Expiration Date		Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)
Non-Qualifie (right to buy)	d Stock Option	04/23/2020 ⁽⁵⁾	04/23/2029		Class 1 (convertible) Common Stock	85,985	207.48	I	by RSS Master LLC ⁽¹⁾
Non-Qualifie (right to buy)	d Stock Option	04/25/2017 ⁽⁶⁾	04/25/2	2026	Class 1 (convertible) Common Stock	54,168	156.84	I	by RSS Master LLC ⁽¹⁾
	ldress of Reporting Perso 1ds Master Trust	n*							
(Last) 207 HIGH P BUILDING	(First) OINT DRIVE 100	(Middle)							
(Street) VICTOR	NY	14564							
(City)	(State)	(Zip)							
1. Name and Ac <u>RSS Maste</u>	ldress of Reporting Perso er LLC	n*							
(Last) 207 HIGH P BUILDING	(First) OINT DRIVE 100	(Middle)							
(Street) VICTOR	NY	14564							
(City)	(State)	(Zip)							

Explanation of Responses:

1. RSS Master LLC is the direct owner of these securities. RSS Master LLC is a limited liability company that is wholly-owned by the Robert Sands Master Trust.

The reported shares are also indirectly owned by RSS Master LLC. Various Sands family limited partnerships directly own the reported shares of Class A Common Stock.
 WildStar Partners LLC ("WildStar") holds a .045% co-general partner interest in those family limited partnerships. RRA&Z Holdings LLC ("RRA&Z") is the sole member of WildStar, and RSS Master LLC is a member of RRA&Z. RSS Master LLC is a sole member limited liability company of which the Robert SandsMaster Trust is the sole owner.
 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. 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.

5. This option becomes exercisable at the rate of 25% per year beginning on the date specified.

6. 100% of this option has become exercisable.

Remarks:

The Form 3 that was filed was intended to be filed jointly by Robert Sands Master Trust and RSS Master LLC. This Amendment is being filed solely to include RSS Master LLC as a reporting person.

/s/ Thomas Farace,05/10/2021Authorized Person, Robert05/10/2021Sands Master Trust/s//s/ Thomas Farace,05/10/2021Authorized Person, RSS05/10/2021Master LLC**** Signature of Reporting
PersonDate

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 5 (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.