1. Name and Address of Reporting Person
Klein David Eric
(Last) (First) (Middle)
C/O CONSTITUTION BRANDS, INC.
207 HIGH POINT DRIVE, BUILDING 100
(Street)
VICTOR NY 14564
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CONSTITUTION BRANDS, INC. [ STZ ]

3. Date of Earliest Transaction (Month/Day/Year)
01/09/2020

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

5. Relationship of Reporting Person(s) to Issuer
   (Check all applicable)
   Director
   Officer (give title below)
   10% Owner
   Exec. Vice Pres. & CFO

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

Form 4 or Form 5
Check this box if no longer subject to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 and Form 5

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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>07/09/2019</td>
<td></td>
<td>G</td>
<td>V</td>
<td>125</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>07/09/2019</td>
<td></td>
<td>G</td>
<td>V</td>
<td>96</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>01/09/2020</td>
<td></td>
<td>C</td>
<td>36,488</td>
<td>A (1)</td>
<td>81,844</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>01/09/2020</td>
<td></td>
<td>S</td>
<td>36,488</td>
<td>D</td>
<td>$195,4766 (2) $45,356 (3) D</td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Covered O...</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Non-Qualified Stock Option (right to buy)</td>
<td>$20.6</td>
<td>01/09/2020</td>
<td></td>
<td>M</td>
<td>V</td>
<td>21,760 (4)</td>
<td>04/05/2021</td>
<td>Class 1 (convertible) Common Stock 21,760</td>
<td>0</td>
<td>0</td>
<td>D</td>
</tr>
<tr>
<td>Non-Qualified Stock Option (right to buy)</td>
<td>$24.5</td>
<td>01/09/2020</td>
<td></td>
<td>M</td>
<td>V</td>
<td>11,640 (4)</td>
<td>04/03/2013 (5)</td>
<td>Class 1 (convertible) Common Stock 11,640</td>
<td>0</td>
<td>0</td>
<td>D</td>
</tr>
<tr>
<td>Non-Qualified Stock Option (right to buy)</td>
<td>$47.79</td>
<td>01/09/2020</td>
<td></td>
<td>M</td>
<td>3,088</td>
<td>04/26/2014 (6)</td>
<td>04/26/2023</td>
<td>Class 1 (convertible) Common Stock 3,088</td>
<td>0</td>
<td>5,712</td>
<td>D</td>
</tr>
<tr>
<td>Class 1 (convertible) Common Stock</td>
<td>(6)</td>
<td>01/09/2020</td>
<td></td>
<td>M</td>
<td>36,488</td>
<td>(6)</td>
<td>(6)</td>
<td>Class A Common Stock 36,488</td>
<td>(7)</td>
<td>36,488</td>
<td></td>
</tr>
<tr>
<td>Class 1 (convertible) Common Stock</td>
<td>(6)</td>
<td>01/09/2020</td>
<td>F</td>
<td>C</td>
<td>36,488</td>
<td>(6)</td>
<td>(6)</td>
<td>Class A Common Stock 36,488</td>
<td>$0</td>
<td>0</td>
<td>D</td>
</tr>
</tbody>
</table>

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 $195.00 to $195.60, 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.


4. 100% of this option has become exercisable.

5. Vesting schedule began on the date specified; 100% of this option has now vested.

6. 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.

7. The shares of Class 1 Common Stock were acquired at the following prices: 21,760 shares at $20.60; 11,640 shares at $24.50; and 3,088 shares at $47.79.

Remarks:

/s/ H. Elaine Ziakas for David Eric Klein
01/10/2020

** Signature of Reporting Person 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).


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.