

Edgar Filing: CONSTELLATION BRANDS INC - Form 8-K

CONSTELLATION BRANDS INC  
Form 8-K  
January 21, 2003

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

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): JANUARY 21, 2003

CONSTELLATION BRANDS, INC.  
(Exact name of registrant as specified in its charter)

001-08495  
(Commission File Number)

DELAWARE  
(State or other jurisdiction  
of incorporation or organization)

16-0716709  
(I.R.S. Employer Identification No.)

300 WILLOWBROOK OFFICE PARK, FAIRPORT, NEW YORK 14450  
(Address of principal executive offices) (Zip Code)

(585) 218-3600  
(Registrant's telephone number, including area code)

NOT APPLICABLE  
(Former name or former address, if changed since last report)

ITEM 5. OTHER EVENTS AND REQUIRED FD DISCLOSURE

On January 16, 2003, Constellation Brands, Inc. (the "Company") announced that it had entered into an agreement to acquire BRL Hardy Limited ("BRL Hardy"). This agreement referred to as the Implementation Deed and other agreements entered into between the Company and BRL Hardy are attached hereto as exhibits.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

(c) The following exhibits are filed as part of this Form 8-K.

| No.  | Description   |
|------|---|
| ---  | -----   |
| 99.1 | Implementation Deed dated 17 January 2003 between the Company and BRL Hardy |
| 99.2 | Transaction Compensation Agreement dated 17 January                         |

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- 2003 between the Company and BLR Hardy
- 99.3 No Solicitation Agreement dated 13 January 2003  
between the Company and BRL Hardy
- 99.4 Backstop Fee Agreement dated 13 January 2003 between  
the Company and BRL Hardy

### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: January 21, 2003

CONSTELLATION BRANDS, INC.

By: /s/ Thomas F. Howe

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Thomas F. Howe, Senior Vice  
President,  
Controller