

BORGER MARCIA NONDAVI
 Form 4/A
 December 27, 2004

FORM 4

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

OMB APPROVAL

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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 *
BORGER MARCIA NONDAVI

2. Issuer Name and Ticker or Trading Symbol
MONDAVI ROBERT CORP [mond]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 130 E END AVE
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 12/22/2004

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

NEW YORK, NY 10028
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
 12/27/2004

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

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) | Code V Amount (D) Price | | |

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 Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Underlying Security (Instr. 3 and 4) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|--|--|---|
|--|------------------------------------|--------------------------------------|--|--------------------------------|--|--|---|

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| Derivative Security | (Instr. 3, 4, and 5) | | | Date Exercisable | Expiration Date | Title | |
|---------------------|----------------------|---|------------|------------------|-----------------|-----------------------|----------------|
| | Code | V | (A) (D) | | | | |
| Class B Common | (1) | | 12/22/2004 | J(2) | 1,605,517 | 12/22/2004 12/22/2004 | Class A Common |
| Stock Options | (3) | | 12/22/2004 | J(2) | 18,500 | (4) (4) | Class A Common |
| Restricted stock | \$ 0 | | 12/22/2004 | A | 1,000 | (5) (5) | Class A Common |
| Restricted stock | \$ 0 | | 12/22/2004 | J(2) | 1,000 | (5) (5) | Class A common |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BORGER MARCIA NONDAVI 130 E END AVE NEW YORK, NY 10028 | X | X | | |

Signatures

Marcia Mondavi Borger / by:M.Beyer, Attny-in-fact / rmy
 12/27/2004
 **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) 1-for-1
- (2) Cash merger with Constellation Brands, Inc.
- (3) Issued at various prices.
- (4) Options vest 1/12 per month over the twelve month period beginning the date of grant(s) and must be exercised within 10 years from the grant date(s), or if sooner, withn 180 days after optionee ceases to be a director.
- (5) Restricted stock that vests after 7 years or earlier upon attainment of performance measures.

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.