#### **BORGER MARCIA NONDAVI**

Form 4

December 27, 2004

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

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January 31, Expires: 2005

**OMB APPROVAL** 

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if no longer subject to Section 16. Form 4 or

Check this box

**SECURITIES** Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

may continue.

See Instruction

1. Name and Address of Reporting Person \* **BORGER MARCIA NONDAVI** 

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(First)

(Street)

MONDAVI ROBERT CORP [mond]

(Check all applicable)

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

12/22/2004

Director Officer (give title 10% Owner Other (specify

130 E END AVE

(Last)

(City)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year) Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

(Instr. 4)

Person

below)

NEW YORK, NY 10028

(State) (Zip)

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

1.Title of 2. Transaction Date 2A. Deemed Security (Instr. 3)

(Month/Day/Year) Execution Date, if

(Month/Day/Year)

(Middle)

4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership

(Instr. 4)

Reported (A) Transaction(s) or (Instr. 3 and 4)

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 **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Conversion Security or Exercise (Instr. 3) Price of

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if (Month/Day/Year)

5. Number of 4 **TransactionDerivative** Code Securities (Instr. 8) Acquired (A) or 6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount Underlying Securitie (Instr. 3 and 4)

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| Derivative<br>Security |            |            |              | Disposed of (D)<br>(Instr. 3, 4, and 5) |           |                     |                    |                   |                        |
|------------------------|------------|------------|--------------|---|-----------|---------------------|--------------------|-------------------|------------------------|
|                        |            |            | Code V       | (A)                                     | (D)       | Date<br>Exercisable | Expiration<br>Date | Title             | Amou<br>Numb<br>Shares |
| Class B<br>Common      | <u>(1)</u> | 12/22/2004 | J <u>(2)</u> |   | 1,605,517 | 12/22/2004          | 12/22/2004         | Class A<br>Common | 1,60                   |
| Stock<br>Options       | <u>(3)</u> | 12/22/2004 | J <u>(2)</u> |   | 18,500    | <u>(4)</u>          | <u>(4)</u>         | Class A<br>Common | 18,                    |

## **Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |         |       |  |  |  |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|
| 1 0                            | Director      | 10% Owner | Officer | Other |  |  |  |
| BORGER MARCIA NONDAVI          | ***           | **        |         |       |  |  |  |
| 130 E END AVE                  | X             | X         |         |       |  |  |  |
| NEW YORK, NY 10028             |               |           |         |       |  |  |  |

# **Signatures**

Marcia Mondavi Borger/by M.Beyer, Attny-in-fact/rmy

\*\*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.
- Options vest 1/12 permonth over the twelve month period beginning the date of grant and must be exercised within 10 years form the grant date(s), or if sooner, within 180 days after optionee ceases to be a director.

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.

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