



Constellation Brands

**Distributor Code of Conduct and
Sustainability Guidelines
2019**

INTRODUCTION

In selecting Distributors, Constellation Brands, Inc., its subsidiaries and affiliates (“Constellation Brands”) work to choose reputable business partners who are committed to ethical standards and business practices compatible with our own. Constellation Brands is committed to upholding the highest standard of ethical and legal conduct and conducting business in a sustainable manner. Fairness, honesty and integrity have been at the heart of our dealing with employees, stockholders, retailers, distributors, suppliers, government agencies and our community for more than 70 years. We continue to evolve and adapt to a changing world but these fundamental principles remain unchanged. We hold all of our employees, officers, and directors accountable to the highest principles of business conduct (as stipulated in the *Constellation Brands Code of Business Conduct and Ethics*) and we expect the same of our Distributors. As a premier producer of beverage alcohol products, we recognize our responsibility to set the right example.

As a Constellation Brands Distributor, you are required to comply with the provisions of this Constellation Brands’ Distributor Code of Conduct and Sustainability Guidelines (the “Code”). Constellation reserves the right to amend the Code from time to time, and Distributor shall comply at all times with the Code as amended. The terms of the Code apply both to the Distributor’s own practices and to the acts of the Distributor’s employees toward Constellation Brands and Constellation Brands employees. Constellation Brands strongly encourages Distributors to exceed the requirements of this Code and to promote best practices and continuous improvement throughout their operations and supply chain.

Additionally, Constellation Brands expects that any violation of this Code is to be reported to Constellation Brands by the Distributor and, if appropriate, a remediation plan to correct the situation can be devised and implemented.

ETHICS AND INTEGRITY

FAIR DEALINGS & COMPLIANCE WITH LAWS - We require our Distributors to follow all applicable laws, regulations, and this Code to ensure that their own dealings with workers, customers, government personnel and others are conducted legally, honestly, and with integrity. Distributors should not take advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair-dealing practice. Constellation Brands will not tolerate threats or acts of violence (either explicit or implicit) by any Distributor towards Constellation Brands, or any worker.

ANTI-TRUST AND COMPETITION – Distributors must comply with all anti-trust laws, which were created to ensure a free and open marketplace. Distributors must not propose, or enter into, any agreements with a competitor to fix or stabilize pricing, allocate customers, territories, products or markets, rig bids or collude on bid quotes, or boycott a competitor or customer.

ANTI-CORRUPTION – Distributors must comply with the U.S. Foreign Corrupt Practices Act (FCPA), the UK Bribery Act, and all other global and local anti-corruption and anti-bribery laws, as applicable. Distributors are prohibited from paying, offering, giving, authorizing, or promising, either directly or indirectly, money, or anything of value to a government official or other person in order to secure an improper advantage, obtain or retain business, or direct business to any person or entity.

CONFIDENTIAL INFORMATION AND PRIVACY – Distributors must only use Constellation Brands confidential information for its intended business purpose and must not disclose such confidential information to an unauthorized party. Distributors must ensure appropriate controls are in place to collect, protect, maintain, and use Constellation Brands confidential information, including personally identifiable information and sensitive information, in accordance with data privacy laws.

CONFLICTS OF INTEREST – Distributors must avoid engaging in business activities that create a conflict or the appearance of a conflict of interest in their dealings with Constellation Brands.

EXPORT CONTROLS – Distributors must comply with all laws and regulations related to the exportation and re-exportation of products. Distributors must not use deceptive practices to deliberately misrepresent the country of origin of products that will be used by Constellation Brands in order to evade quota or import restrictions or duties.

LABOR AND EMPLOYMENT PRACTICES AND WORKPLACE CONDITIONS

HARASSMENT AND DISCRIMINATION – Distributors shall encourage a diverse workforce that is free from all forms of discrimination and harassment. All workers shall be treated with dignity and respect and no worker shall be subjected to any physical, sexual, psychological or verbal harassment or abuse. Distributors shall not employ mental or physical disciplinary practices. Distributors shall not engage in discrimination on the basis of sex, race, color, age, religion, creed, sexual orientation, national origin or citizenship, ancestry, physical or mental disability, medical condition (cancer or genetic characteristics), marital status, gender (including gender identity or gender expression), familial status, military or veteran status, genetic information, pregnancy, childbirth, breastfeeding, or related conditions, or other basis protected by law.

SAFE WORKING CONDITIONS – Distributors shall provide a safe and healthy working environment, including fully-functioning water, sanitization, and hygiene services for all workers. Distributors shall comply with or exceed all applicable laws and regulations concerning safe working conditions. Distributors shall provide protective safety equipment and safeguards on machinery, and shall require use of such equipment by all its workers. Distributor shall train workers in the use of such equipment.

FORCED LABOR, SLAVERY, AND HUMAN TRAFFICKING – Distributors shall not engage in human trafficking, slavery, or use forced labor. Distributors must adopt policies and establish systems to ensure that materials incorporated into their products comply with the laws regarding slavery and human trafficking of the country or countries in which they are doing business.

CHILD LABOR – Distributors shall not employ anyone under the legal minimum age and Distributors shall comply with all relevant International Labor Organization standards, as applicable.

HOURS, WAGES, AND BENEFITS – Distributors shall comply with all standards set by law regarding working hours, wages, benefits and overtime pay practices, including minimum wage and the payment of compensation for overtime hours.

LAWFUL EMPLOYMENT – Distributors shall, prior to hiring any worker, ensure the worker has the legal right to work in that jurisdiction. Consistent with applicable law, Distributors shall not restrict, including through direct or indirect coercion, the right of workers to join or refrain from joining associations and worker organizations.

ENVIRONMENTAL COMPLIANCE & SUSTAINABILITY

Constellation Brands is committed to looking for ways to reduce our collective impact on the environment while operating profitably and building brands that people love. We are committed to being a conscientious steward of the natural resources that make the creating of our beer, wine and spirits possible across all of our locations, and that commitment extends throughout our supply chain. Our sustainability commitment and efforts are demonstrated in our *Corporate Social Responsibility Report*.

Constellation Brands requires Distributors to comply with local and national environmental laws and regulations. Where regulations are absent, we expect our Distributors to adopt suitable global standards. We encourage our Distributors to adopt a clear environmental policy, implement appropriate environmental management systems, and adhere to the following environmental management and sustainability practices wherever feasible:

REPORTING CONCERNS

Distributors must promptly report actual or potential misconduct that violates the Code to the Constellation Brands Ethics and Compliance Helpline.

US & Canada – 1-877-888-0002

International - 1-770-810-1147

Mexico - 01-800 288-2872 followed by 855-402-5632

Italy – 800-172-444 followed by 855-402-5632

New Zealand- 050-843-8258

Online reporting - cbrands.tnwreports.com

Email reporting - ethics@cbrands.com