



Constellation Brands
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**CONSTELLATION BRANDS, INC.
CORPORATE POLICY**

TITLE OF POLICY: Global Whistleblower Policy	
REVISED DATE: November 2023	ISSUED BY: Corporate Compliance & Ethics organization
POLICY CONTACT: Eric Howe, eric.howe@cbrands.com	POLICY NUMBER: N/A
SCOPE: This policy applies to Constellation Brands, Inc. and its affiliates and all employees worldwide of CBI.	
PURPOSE: This policy sets forth specific guidelines for the reporting of concerns raised by employees and other parties regarding accounting, internal accounting controls, auditing matters, violations of the Code of Business Conduct and Ethics, or matters that could cause serious damage to the Constellation Brands, Inc. and its affiliates’s brand or reputation or result in a material liability for the Constellation Brands, Inc. and its affiliates.	

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1. PURPOSE

This policy sets forth specific guidelines for Constellation Brands, Inc. and its Subsidiaries (“CBI” or “Company”) for the reporting of concerns raised by employees and other parties regarding accounting, internal accounting controls, auditing matters, violations of the Code of Business Conduct and Ethics, or matters that could cause serious damage to the Company’s brand or reputation or result in a material liability for the Company.

Certain Subsidiaries have adopted an Appendix(ces) to the present Policy in compliance with specific local provisions. In case of a conflict between this Policy and the Appendix(ces), the latter shall prevail.

2. SCOPE

This policy applies to Constellation Brands, Inc. and its affiliates and all employees worldwide of CBI. The guidelines in this policy also apply to any allegations received from external parties.

3. RESPONSIBILITY

The Corporate Ethics & Compliance organization is responsible for developing, implementing, and enforcing this policy.

All employees are responsible for reporting any Compliance Concerns to the appropriate parties as indicated in this policy.

Managers and supervisors informed by employees of a Compliance Concern are responsible for reporting the concern immediately to the Corporate Ethics & Compliance organization.

Failure to comply with this policy or cooperate with an investigation can result in disciplinary action up to and including termination of employment, based on the local Appendix(ces) and local laws.

4. DEFINITIONS

Fraud – The intentional or deliberate act to deprive another of property or money by using deception, false suggestions, suppression of truth, or other unfair means.

Fraudulent Activities –Activities which include: stealing or misusing the Company’s assets; wrongfully and intentionally using one’s influence in a business transaction to procure some benefit for themselves or another person, contrary to their duty to the Company or the rights of another; or falsifying the Company’s financial statements and records.



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Compliance Concern – Violations or suspected violations of the Code of Business Conduct and Ethics, Company values, policies, laws, and regulations.

Whistleblower – Any individual who raises a concern of wrongdoing or misconduct against an individual or organization.

5. POLICY

5.1 Reporting

Any Employee of CBI shall promptly report any concerns related to fraud, fraudulent activity, violations of CBI Policy, legal violations, or other Compliance Concerns to:

- Their manager or supervisor
- Human Resources Department
- Legal & Compliance Department
- Corporate Ethics & Compliance organization

Employees can also report concerns through the Ethics & Compliance Helpline, an independent reporting service available 24 hours a day, 7 days a week. Employees may choose to remain anonymous. Your concern will be shared with the Ethics & Compliance organization who will ensure appropriate actions are taken to investigate.

Ethics & Compliance Helpline:

- [Online Reporting \(click here\)](#)
- US and Canada - 1-855-402-5632
- International - +1-770-810-1147
- Mexico - 800-288-2872 followed by 855-402-5632 or 001-800-658-5454 followed by 855-402-5632
- Italy - 800-172-444 access code 855 402 5632
- New Zealand - 0508-438-258

Any individual who directly receives a report from another individual related to accounting, internal accounting controls, auditing matters, or the Code of Business Conduct and Ethics, or matters that could cause serious damage to the Company's brand or reputation or result in material liability for the Company must immediately report the information to the Ethics & Compliance Helpline (available at the link: [Online Reporting](#)) or to the Corporate Ethics & Compliance organization ethics@cbrands.com. Examples of reportable activities include, but are not limited to, the following:

- Anti-Corruption / Anti Bribery
- Confidentiality
- Privacy



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- Conflicts of Interest
- Fraud / Theft
- Misappropriation of company funds, assets, or property
- Inaccuracy of books and records/accounting irregularities
- Forgery or alteration of documentation
- Insider trading
- Money laundering
- Antitrust
- Data breaches
- Security breaches
- Harassment / Discrimination / Bullying
- Retaliation
- Concealing or withholding information about any of the matters above

Employees can report matters related to employee relations directly to Human Resources.

Employees can report finance and accounting matters unrelated to fraudulent or questionable activity directly to Finance and Accounting.

In order to assist in the review of the reported concern, it is recommended that reporter provides detailed information and any supporting documentation including but not limited to:

- Name of the reporting person
- Clear and complete description of the incident
- The date, time and location in which the incident occurred
- Individuals (including internal and/or external) involved
- Individuals who may be aware or are potential witnesses
- Documentation and supporting evidence
- Any other information that may provide useful feedback on the existence of the facts reported

All information will be handled in accordance CBI's Global Privacy Policy.

5.2 Good Faith Reporting

Individuals reporting concerns must be acting in good faith and report concerns they reasonably believe are truthful and accurate. Reports made in bad faith for the purpose of retaliation, intimidation, or with the intent to damage an individuals reputation with



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knowingly false information are strictly prohibited.

5.3 Confidentiality

Constellation Brands, Inc. will maintain confidentiality over matters reported. This includes confidentiality of the reporter, reported individuals, details of the reported concern, observations, and outcome. Information will be shared only as appropriate to adequately investigate and address the reported concern.

5.4 Communication with the Reporter

Reports may be made anonymously; however this may limit the effectiveness of an investigation since it is not possible to establish open channels of communication with the reporter and/or obtain detailed information. In some instances, an anonymous report may not contain sufficient information to investigate. Reports made through the Ethics & Compliance Helpline have the ability for anonymous back-and-forth communication between the reporter and CBI if the reporter chooses to follow up through the Ethics & Compliance Helpline.

If the reporter is not anonymous and has provided sufficient contact information, they will be notified that their report was received and is being reviewed.

If the reporter is anonymous or has not provided sufficient contact information and has submitted their report through the Ethics & Compliance Helpline, they will be notified through the Ethics & Compliance Helpline that their report was received and is being reviewed. To access this message the reporter must call the Ethics & Compliance Helpline or log in online and provide the case number that they were provided when they submitted the initial report.

If the reporter is anonymous, has not provided sufficient contact information and has submitted their report through channels outside the Ethics & Compliance Helpline (e.g., an anonymous letter or note), no attempt will be made to identify or contact the reporter.

Reporters may be subsequently contacted to obtain additional details and information to assist in the review process.

5.5 Initial Review

The Chief Ethics & Compliance Officer (or delegated persons) will determine if the report contains sufficient information to investigate. If the report is too general and lacks sufficient detail, the Chief Ethics & Compliance Officer (or designated persons) will attempt to contact



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the reporting party to obtain additional information and clarifications. If sufficient information is not available or subsequently provided, the Chief Ethics & Compliance Officer (or designated persons) may determine there is insufficient information to investigate and will formally close out the report without further action.

If a potential conflict of interest is identified during the initial review, the Chief Compliance Ethics & Officer (or delegated persons) will take appropriate steps to ensure that only individuals who do not have a conflict of interest are involved in further activities pertaining to the report. If the conflict of interest involves one or more members of the Corporate Compliance organization, they must refrain from taking part in all further activities pertaining to the report.

5.6 Investigation

The Chief Ethics & Compliance Officer (or delegated persons) and/or other individuals as appropriate, shall determine the required next steps and who shall be assigned the responsibility for investigating the allegation based on the information reported and the nature of the allegation.

The Chief Ethics & Compliance Officer (or delegated persons) will ensure all allegations are investigated appropriately without regard to the suspected wrongdoer's length of service, position, title, or relationship. The investigation may include interviews, document reviews, data gathering, and observation. As part of the investigation process, employees may be asked to provide information about the alleged incident. Employees must fully cooperate with the investigation process and provide complete and accurate information.

5.7 Notification

The Chief Ethics & Compliance Officer shall provide an update on allegations to the Corporate Compliance Committee and the Audit Committee of the Board of Directors quarterly. Depending on the perceived severity of the allegations, the Chief Ethics & Compliance Officer may make an immediate notification.

5.8 No Retaliation

The Company will protect those employees who, in good faith, report concerns from retaliatory actions. Retaliatory behavior of any kind is strictly prohibited. Employees should immediately report concerns of retaliation to Human Resources or the Ethics and Compliance organization. Examples of retaliation include but are not limited to:

- suspension, demotion, or termination
- failing to hire, rehire, or consider for promotion
- adversely impacting working conditions, pay, or schedule
- denying any employment benefit, promotions, or merit increases
- transferring to a different position or location



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- creating a hostile or intimidating work environment

5.9 Outcome of the Investigation

The investigation phase may end with:

- **Unsubstantiated Outcome:** the investigation was not able to validate or confirm the concerns raised;
- **Substantiated Outcome:** the investigation deemed some or all of the concerns raised were valid. In this instance, appropriate mitigation actions will be identified and implemented.

Appropriate actions are taken based on the outcome of the investigation. The details of the investigation including the outcome are confidential and are only shared with those as appropriate and required.

6 POLICY COMPLIANCE

- All incidents and actions that are not in line with this policy must be reported to the Corporate Ethics & Compliance organization and will be evaluated for further action.
- CBI employees who do not adhere to this policy are subject to disciplinary measures in accordance with the applicable laws and the Code of Business Conduct and Ethics, including specific training and up to termination.

7 APPROVED BY

Approval date	Policy Approver
6/16/23	Eric Howe, Vice President, Corporate Compliance
6/16/23	Tiffanie De Liberty, Chief Ethics & Compliance Officer

8 POLICY CONTACT

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9 REVISION HISTORY

Revision	Date Revised	Reason Revised
R-A	12/2/16	Supersedes "Reporting Suspected Fraudulent Activities" Policy



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R-B	2/19/21	Fraudulent activities definition updated, updated helpline contact information, added policy compliance & policy contact section
R-C	6/16/23	Minor changes to formatting and other minor changes
R-D	11/27/23	Update in consideration of the new European provisions concerning Whistleblowing



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ANNEX TO THE GLOBAL WHISTLEBLOWER POLICY FOR ITALIAN COMPANIES

1. FOREWORD

Italian Legislative Decree No. 24 of 10 March 2023 (hereinafter the “**Whistleblowing Decree**”) implemented Directive (EU) 2019/1937 of the European Parliament and of the Council of 23 October 2019 on the protection of persons who report breaches of Union law and establishing provisions on the protection of persons who report breaches of national laws.

In addition to the provisions of the Global Whistleblower Policy (GWP) and the Global Investigation Procedure (GIP) with specific reference to the feedback to be provided to the reporting person, the internal reporting channel of the Group's Italian companies is also managed in compliance with this "Annex".

This Annex is an integral part of the Organisational, Management and Control Model pursuant to Legislative Decree 231/2001 (also 'Organisational Models') of the Group Italian companies which have adopted them, any breach of its provisions will result in the application of the sanctions system set forth in the Organisational Models, or of the sanctions provided in the applicable national collective labour agreement (CCNL).

In addition to the provisions of the GWP concerning reporting, the following violations¹, as provided by the Whistleblowing Decree, can be reported:

- a) unlawful conduct relevant under legislative decree 231/2001;
- b) offences falling within the scope of the European Union or national acts indicated in the Annex to the Decree or national acts constituting implementation of the European Union acts indicated in the Annex to Directive (EU) 2019/1937, albeit not indicated in the Annex to the Decree, relating to the following areas: public procurement; financial services, products and markets and prevention of money laundering and terrorist financing; product safety and compliance; transport safety; environmental protection; radiation protection and nuclear safety; food and feed safety and animal health and welfare; public health; consumer protection; privacy and personal data protection and security of networks and information systems²;

¹ As defined by Article 2(1) lett. a) of Legislative Decree 24/2023.

² In particular:

Public procurement:

- procedural rules for the award of public contracts and concessions, for the award of contracts in the fields of defense and security, as well as for the award of contracts by entities in the water, energy, transport and postal services sectors and any other contracts; review procedures.

Financial services, products and markets and the prevention of money laundering and terrorist financing:

- rules establishing a regulatory and supervisory framework and providing for consumer and investor protection in the Union's financial services and capital markets and in the banking, credit, investment, insurance and reinsurance, occupational pensions or individual pension products, securities, investment funds, payment services and activities listed in Annex I to Directive 2013/36/EU of the European Parliament and of the Council of 26 June 2013 relating to the access to the activity of credit institutions and the prudential supervision of credit institutions and investment firms.

Product safety and compliance:

- safety and conformity requirements for products placed on the Union market; rules on the marketing and use of sensitive and hazardous products.

Transport security:

- safety requirements in the railway sector; safety requirements in the civil aviation sector; safety requirements in the road sector; safety requirements in the maritime sector; safety requirements regulated by Legislative Decree no. 35 of 27 January 2010 implementing Directive 2008/68/EC on the inland transport of dangerous goods.

Environmental protection:



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- c) acts or omissions affecting the financial interests of the Union referred to in Article 325 of the Treaty on the Functioning of the European Union specified in the relevant secondary Union law³;
- d) acts or omissions relating to the internal market, as referred to in Article 26(2) of the Treaty on the Functioning of the European Union, including violations of European Union competition and State aid rules, as well as violations relating to the internal market linked to acts in breach of corporate tax rules or mechanisms whose purpose is to obtain a tax advantage that defeats the object or purpose of the applicable corporate tax law⁴;
- e) acts or conduct that frustrate the object or purpose of the provisions of Union acts in the areas referred to in (b), (c), (d) above

The protective measures set out in Whistleblowing Decree in relation to reporting persons also apply to:

- facilitators⁵;
- persons in the same work environment as the reporting person, the person who has made a complaint to the judicial or accounting authorities or the person who has made a public disclosure and who are linked to them by a stable affective or kinship link up to the fourth degree;

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- any type of offence against environmental protection; rules on environment and climate; rules on sustainable development and waste management; rules on marine, air and noise pollution; rules on water and soil protection and management; rules on nature protection and biodiversity; rules on chemicals; rules on biological products.

Radiation protection and nuclear safety:

- nuclear safety regulations.

Food and feed safety, animal health and welfare:

- Union rules on food and feed to which the general principles and requirements of Regulation (EC) No. 178/2002 of the European Parliament and of the Council laying down the general principles and requirements of food law, establishing the European Food Safety Authority and laying down procedures in matters of food safety; animal health; Regulation (EU) 2017/625 of the European Parliament and of the Council on official controls and other official activities carried out to ensure the enforcement of food and feed law, animal health and animal welfare rules, plant health and plant protection products; rules on animal protection and animal welfare.

Public health:

- measures setting high standards of quality and safety for organs and substances of human origin; measures setting high standards of quality and safety for medicinal products and devices for medical use; patients' rights; processing, presentation and sale of tobacco and related products.

Consumer Protection:

- consumer rights and consumer protection.

Protection of privacy and personal data and security of networks and information systems.

³ 1. The Union and the Member States shall counter fraud and any other illegal activities affecting the financial interests of the Union through measures to be taken in accordance with this Article, which shall act as a deterrent and be such as to afford effective protection in the Member States, and in all the Union's institutions, bodies, offices and agencies. 2. Member States shall take the same measures to counter fraud affecting the financial interests of the Union as they take to counter fraud affecting their own financial interests. 3. Without prejudice to other provisions of the Treaties, the Member States shall coordinate their action aimed at protecting the financial interests of the Union against fraud. To this end they shall organize, together with the Commission, close and regular cooperation between the competent authorities. 4. The European Parliament and the Council, acting in accordance with the ordinary legislative procedure, after consulting the Court of Auditors, shall adopt the necessary measures in the fields of the prevention of and fight against fraud affecting the financial interests of the Union with a view to affording effective and equivalent protection in the Member States and in all the Union's institutions, bodies, offices and agencies. 5. The Commission, in cooperation with Member States, shall each year submit to the European Parliament and to the Council a report on the measures taken for the implementation of this Article.

⁴ As a matter of example, competition and state aid violations. See also Art. 26.2 TFEU: The internal market comprises an area without internal frontiers in which the free movement of goods, persons, services and capital is ensured in accordance with the provisions of the Treaties.

⁵ As defined by the Decree, 'facilitator' means 'a natural person who assists a reporting person in the reporting process in a work context and whose assistance must be confidential'.



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- co-workers of the reporting person or of the person who made a complaint to the judicial or accounting authorities or made a public disclosure, who work in the same work environment as that person and who have a regular and current relationship with that person;
- entities owned by the reporting person or the person who filed a complaint with the judicial or accounting authorities or made a public disclosure, or for which those persons work, as well as entities operating in the same work environment as those persons.

2. REPORTING CHANNELS

In addition to the written and oral channels available as set out in the Global Whistleblower Policy, the whistleblower will have the option of requesting a face-to-face meeting (i.e. also in person) by emailing legalandcomplianceorganization@ruffino.it. The Legal and Compliance Organization (consisting of the Vice President, Corporate Compliance, the Legal & Compliance Director and the Manager, Corporate Compliance) will process this request within a reasonable period of time.

Whoever receives a report outside the institutional communication channels indicated above, shall promptly forward it in the original and with any attachments to the Legal and Compliance Organization using methods suitable to protect the personal data of the reporter and the reported person. The Legal and Compliance Organization will manage such report in compliance with the GWP and the GIP.

3. REPORTS RELEVANT UNDER LEGISLATIVE DECREE 231/2001

With respect to any report concerning a breach or potential breach of the Organisation, Management and Control Model pursuant to Italian Legislative Decree 231/2001, the Legal and Compliance Organization shall promptly inform the company's Supervisory Board.

4. EXTERNAL REPORTING CHANNEL

Pursuant to Article 6 of Whistleblowing Decree, the reporting person may make an external report if, at the time of its submission, one of the following conditions is met:

- a) there is no compulsory activation of the internal reporting channel within its working context, or this channel, even if compulsory, is not active or, even if activated, does not comply with the provisions of the Whistleblowing Decree;
- b) the reporting person has already made an internal report and it was not followed up;
- c) the person making the report has reasonable grounds to believe that, if he or she made an internal report, the report would not be effectively followed up or that the report might lead to the risk of retaliation;
- d) the reporting person has reasonable grounds to believe that the breach may constitute an imminent or obvious danger to the public interest.

In the cases provided for by law, therefore, the person will have the option of making external reports through the channel activated by the National Anti-Corruption Authority (ANAC) according to the modalities defined by such Authority.