#### Edgar Filing: BEYER MICHAEL K - Form 4

| Form 4   |   |  |   |  |                                  |        |            |  |  |  |  |
|--|---|--|---|--|----------------------------------|--------|------------|--|--|--|--|
| December 27,<br>FORM<br>Check this<br>if no longe<br>subject to<br>Section 16                    | 4 UNITED S                              | UNITED STATES SECURITIES AND EXCHANGE COMMISSION<br>Washington, D.C. 20549<br>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF<br>SECURITIES  |   |  |                                  |        |            |  |  | PPROVAL<br>3235-0287<br>January 31,<br>2005<br>average |  |
| Form 4 or<br>Form 5<br>obligation:<br>may contin<br><i>See</i> Instruct<br>1(b).                 | Filed purs<br>s Section 17(a            | Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,<br>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br>30(h) of the Investment Company Act of 1940 |   |  |                                  |        |            |  | burden hours per<br>response 0.                                      |  |  |
| (Print or Type Ro  | esponses)                               |  |   |  |                                  |        |            |  |  |  |  |
|  |   |  | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>MONDAVI ROBERT CORP [mond] |  |                                  |        |            | 5. Relationship of Reporting Person(s) to<br>Issuer  |  |  |  |
| (Last) (First) (Middle) 3. Date of<br>(Month/E<br>841 LATOUR COURT 12/22/2<br>(Street) 4. If Ame |   |  | 3. Date of Earliest Transaction<br>(Month/Day/Year)<br>12/22/2004                   |  |                                  |        |            | (Check all applicable)<br><u></u> Director 10% Owner<br><u></u> Officer (give title Other (specify<br>below) below)<br>SVP/General Counsel |  |  |  |
|  |   |  |   | mendment, Date Original<br>⁄Ionth/Day/Year)      |                                  |        |            | 6. Individual or Joint/Group Filing(Check<br>Applicable Line)<br>_X_ Form filed by One Reporting Person                                    |  |  |  |
| NAPA, CA 9   | 94558                                   |  |   |  |                                  |        |            | Form filed by M<br>Person  | Iore than One Re   | porting  |  |
| (City)   | (State) (                               | Zip)   | Table   | I - Non-Do                                       | erivative S                      | Securi | ties Acq   | uired, Disposed of   | f, or Beneficial   | ly Owned   |  |
| 1.Title of<br>Security<br>(Instr. 3)   | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemo<br>Execution<br>any<br>(Month/Da   | Date, if  | 3.<br>Transactio<br>Code<br>(Instr. 8)<br>Code V | on(A) or Di<br>(D)<br>(Instr. 3, | spose  | d of       | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4)                         | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) |  |  |
| Class A<br>Common  | 12/22/2004                              |  |   | J <u>(1)</u>                                     | 9,999                            | D      | \$<br>56.5 | 0  | D  |  |  |

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.

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

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transacti<br>Code<br>(Instr. 8) | Securities |               | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                                     | 8. I<br>De<br>Sec<br>(In |
|---|---|---|---|---------------------------------------|------------|---------------|--|--------------------|---|-------------------------------------|--------------------------|
|   |   |   |   | Code V                                | (A)        | (D)           | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of Shares |                          |
| Stock<br>Options                                    | <u>(2)</u>  | 12/22/2004                              |   | J <u>(1)</u>                          | 6          | 56,198<br>(3) | (4)  | (4)                | Class A<br>Common   | 66,198                              | \$                       |
| Restricted<br>Stock                                 | \$ 0  | 12/22/2004                              |   | J <u>(1)</u>                          |            | 925           | (5)  | (5)                | Class A<br>Common   | 925                                 | \$                       |

## **Reporting Owners**

| Reporting Owner Name / Address                        | Relationships |           |                        |       |  |  |  |  |
|---|---------------|-----------|------------------------|-------|--|--|--|--|
|   | Director      | 10% Owner | Officer                | Other |  |  |  |  |
| BEYER MICHAEL K<br>841 LATOUR COURT<br>NAPA, CA 94558 |               |           | SVP/General<br>Counsel |       |  |  |  |  |
| <u>~'</u> .   |               |           |                        |       |  |  |  |  |

### Signatures

<u>\*\*</u>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) Cash merger with Constellation Brands, Inc.
- (2) Issued at various prices.
- (3) 1 share cancelled from 9/2/94 grant.
- (4) Options vest at various rates as issued on grant date(s) and are exercisable for 10 years from such date(s), subject to earlier termination in certain circumstances by terms of the employee stock option plan.
- (5) 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.