

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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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

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

12/22/2004

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

(Street)

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

NEW YORK, NY 10028

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 An Underlying Sec (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	<u>(1)</u>	12/22/2004	<u>J</u> (2)		1,605,517	12/22/2004	12/22/2004	Class A Common	
Stock Options	<u>(3)</u>	12/22/2004	<u>J</u> (2)		18,500	<u>(4)</u>	<u>(4)</u>	Class A Common	
Restricted stock	\$ 0	12/22/2004	A	1,000		<u>(5)</u>	<u>(5)</u>	Class A Common	
Restricted stock	\$ 0	12/22/2004	<u>J</u> (2)		1,000	<u>(5)</u>	<u>(5)</u>	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, within 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.

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