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FOR IMMEDIATE RELEASE

Toronto Stock Exchange Symbol: VN

**VINCOR INTERNATIONAL DIRECTORS UNANIMOUSLY
RECOMMEND REJECTION OF UNSOLICITED TAKE-OVER BID BY
CONSTELLATION**

MISSISSAUGA, ON, November 3, 2005 – The Board of Directors of Vincor International Inc. (TSX:VN), the world's eighth largest producer and distributor of wine and related products, today formally responded to the unsolicited takeover bid by Constellation Brands, Inc. for all of the outstanding common shares of Vincor. In a Directors' Circular that is being mailed to shareholders, Vincor's Board unanimously recommends that shareholders reject Constellation's \$31.00 offer and not tender to it. The Directors' Circular will be available in its entirety at www.vincorinternational.com or www.sedar.com.

"After careful consideration and analysis and receipt of the recommendation of the Special Committee, the Board of Directors unanimously recommends that Vincor's shareholders reject the Offer from Constellation to acquire all of the outstanding shares of Vincor International for a price of \$31.00," said Mark Hilson, Chairman of the Board and of the Special Committee of independent directors. "We believe that this offer significantly undervalues the business operations of Vincor, a view supported by BMO Nesbitt Burns and Merrill Lynch, who have provided their written opinions that the consideration offered to Vincor's shareholders under the Offer is inadequate, from a financial point of view, to the shareholders. The Board recommends that Vincor shareholders do not tender their shares to Constellation's inadequate offer."

In the Directors' Circular, the Board recommends the rejection of Constellation's Offer based on a number of factors, including:

Offer does not reflect the underlying value of Vincor's business:

Vincor's business is unique in its scope and its assets are among the most attractive in the global wine industry. Vincor is the largest wine company in Canada and has significant operations in all key markets for New World wine. The Company has attractive long-term growth prospects based on an exceptional brand portfolio in the premium and super-premium segments, which are forecast to experience continued growth rates in excess of the broader wine industry. Vincor expects to increase its proportion of cross-border sales through the expansion of its most recognized brands. Driven by an experienced management team with a long history of success, Vincor's share price has meaningfully outperformed major North American stock indices. Since its IPO, Vincor's share price has increased 16.5% on a compound annual basis, while the Toronto Stock Exchange Composite Index has increased 7.3%, the New York Stock Exchange Composite Index has increased 7.4% and the S&P 500 Index has increased 6.6%. Finally, the Offer is significantly below the net present value of Vincor's stand-alone strategic plan.

Offer does not provide shareholders with an appropriate change of control premium:

The multiples implied by the Offer are lower than those implied by recent precedent transactions in the global wine industry. In certain recent acquisitions, acquirors paid an average of 16.5 times total enterprise value to last twelve months earnings before interest, taxes, depreciation and amortization, after adjusting for non-recurring extraordinary items (TEV/LTM EBITDA). The Offer represents 12.2 times Vincor's TEV/LTM EBITDA, which is significantly below comparable transactions, and does not reflect any synergies that Constellation would realize from the acquisition of Vincor. The LTM EBITDA does not reflect recent profit improvement initiatives which are expected to add \$16 million in annual operating profit.

With cost synergies, the acquisition of Vincor would be accretive to Constellation up to \$76.14 per share:

Vincor's financial advisors estimate that an acquisition of Vincor by Constellation would be accretive to Constellation at an acquisition price of up to \$39.33 per share, before considering synergies. If the expected \$100 million in cost synergies are included, Constellation's offer could be increased up to \$76.14 per share while still being accretive to Constellation.

Offer is opportunistic and disadvantageous to shareholders:

Immediately prior to Constellation's announcement of its initial proposal, Vincor shares were trading near their 52-week low. The Offer does not recognize the long-term growth in Vincor's share price from a low of \$8 per share in June of 1996 to \$30.66 per share at Vincor's most recent year end of March 2005 a compound annual growth rate of 16.5%. The Offer clearly represents an inadequate premium when measured against the average price of Vincor's shares for any reasonable period prior to the announcement of Constellation's approach.

Offer is financially inadequate:

The Board of Directors has received opinions from both BMO Nesbitt Burns and Merrill Lynch to the effect that the consideration offered by Constellation to Vincor's shareholders under the Offer is inadequate, from a financial point of view, to such shareholders. Copies of these opinions are included in the Directors' Circular.

Other offers or alternatives offering higher value to Vincor shareholders may emerge from Vincor's value maximization process:

Vincor's Board of Directors, together with its financial and legal advisors, is aggressively pursuing alternatives to the offer in order to maximize shareholder value. Vincor has entered into standstill and confidentiality agreements with a number of interested parties and discussions are in progress.

Offer is lower than prices Constellation has indicated it would be willing to pay and has paid:

During discussions between the respective parties, Constellation made verbal proposals that contemplated prices of \$36.00 or higher for Vincor shares, and Constellation acquired shares at a price of \$36.61 on October 6, 2005.

Offer is highly conditional for the benefit of Constellation:

Constellation's Offer is subject to 16 conditions, any one of which would permit Constellation to terminate the Offer virtually at will, effectively granting Constellation an option to acquire Vincor shares. Each of the conditions must be satisfied or waived before Constellation will be obliged to take up any Common Shares deposited under the Offer.

Offer is coercive and not a permitted bid under Vincor's Shareholder Rights Plan:

Vincor's Board of Directors adopted a limited duration Shareholder Rights Plan. Constellation's offer is not a Permitted Bid because it does not allow sufficient time to properly develop and pursue all alternatives that could maximize value for Vincor's shareholders. To be a Permitted Bid, a take-over bid must, among other things, be open for at least 60 days.

All of Vincor's directors and senior officers have rejected the Offer and will not tender their shares:

The directors and senior officers of Vincor own or exercise control or direction over an aggregate of over 1.4 million Common Shares, or 4.2% of the Common Shares on a fully-diluted basis. None of the directors and senior officers has tendered or intends to tender their shares to Constellation's inadequate offer.

Continuing to hold Vincor Common Shares is Preferable to Accepting Constellation's Inadequate Offer.

Vincor's Board of Directors considers all of the foregoing to be compelling reasons to support its recommendation that shareholders reject Constellation's inadequate and opportunistic Offer. By tendering their shares, Vincor shareholders will lose the opportunity to continue to benefit from the Company's growing brands, strategic platform, experienced management team and attractive long-term growth prospects. Consequently the Board believes that continuing to hold Vincor Common Shares would be preferable to accepting Constellation's inadequate Offer.

Conference Call

Vincor will host a conference call to discuss its second quarter results tomorrow, Friday, November 4, 2005, at 10:00 a.m. ET. During the call, management will also review the factors underlying the Board's unanimous recommendation to shareholders to reject Constellation's unsolicited offer. The conference call will be broadcast via the internet and will be accessible at www.vincorinternational.com and www.newswire.ca.

About Vincor

Vincor International Inc. is the world's eighth largest wine companies by revenue. Vincor has wineries in British Columbia, Ontario, Quebec, New Brunswick, California, Washington State, Western Australia and New Zealand, and is one of the largest wine importers, marketers and distributors in the United Kingdom. Vincor markets wines produced from grapes grown in the Niagara Peninsula of Ontario, the Okanagan Valley of British Columbia, the Dunningan Hills of California, the Columbia Valley of Washington State, Western Australia, New Zealand, South Africa and vineyards around the world. Vincor's premium brands include Inniskillin, Jackson-Triggs, R.H. Phillips, Toasted Head, Hogue, Goundrey, Amberley, Sumac Ridge, Hawthorne Mountain, Kim Crawford, Kumala, Ancient Coast and Sawmill Creek, which complement its popular priced wines such as Entre-Lacs, L'Ambiance, Sola Nero and Notre Vin Maison.

Vincor trades on the Toronto Stock Exchange under the symbol "VN" and has approximately 33 million common shares outstanding.

Forward-Looking Statements

This news release contains certain "forward-looking" statements with respect to Vincor International's operations and future financial results. Actual results may vary from expected results due to numerous risks and uncertainties identified in regulatory filings made by the Company. Although the Company believes that its statements are based on reasonable assumptions there can be no assurance that future events will not affect their accuracy.

For more information, please contact:

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