

**INVESTOR RELATIONS CONTACT:**

Lawrence Chamberlain

**The Equicom Group Inc.**

(416) 815-0700 ext. 257

vincorinfo@equicomgroup.com

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**FOR IMMEDIATE RELEASE**

**Toronto Stock Exchange Symbol: VN**

**VINCOR TO BE ACQUIRED BY CONSTELLATION BRANDS  
FOR \$36.50 PER SHARE**

*- Vincor Board Unanimously Approves All-Cash Transaction Valued at \$1.5 Billion Including Net Debt -*

**MISSISSAUGA, ON, April 3, 2006** – Vincor International Inc. (TSX:VN), the world’s eighth largest producer and distributor of wine and related products, today announced that yesterday it entered into a definitive agreement with Constellation Brands, Inc. under which a company owned by Constellation will acquire all of Vincor’s outstanding shares pursuant to a plan of arrangement in an all-cash transaction valued at \$36.50 per share. The transaction price represents a premium of 55.5% to Vincor’s closing share price on September 27, 2005, prior to Constellation’s initial approach, and a premium of 15.9% to Vincor’s closing share price on March 31, 2006. Including net outstanding debt, the total transaction value of \$1.5 billion represents a multiple of 13.1 times fiscal 2006 consensus EBITDA, which is consistent with similar transactions.

The transaction has been unanimously approved by Vincor’s Board of Directors following receipt of the recommendation of its Special Committee of independent directors. Vincor’s Board is recommending that all of its shareholders vote in favour of the transaction.

“Constellation has presented an offer that we believe is fair and consistent with the expectations of our shareholders,” said Mark Hilson, Chairman of Vincor’s Board of Directors. “The transaction demonstrates Vincor’s success in building a leading international wine company, and the offer price reflects a 17% annualized rate of return for our shareholders since our initial public offering in 1996. This compares favourably to benchmark returns over the same period, including the S&P/TSX Composite Index at 11%, the Dow Jones Industrial Average at 9%, and the S&P 500 Index at 9%.”

BMO Nesbitt Burns and Merrill Lynch have acted as Vincor’s financial advisors on this transaction and each has provided the Board of Directors with a fairness opinion that the consideration to be received under the Plan of Arrangement is fair, from a financial point of view, to the shareholders of Vincor.

The transaction is to be carried out by way of a statutory plan of arrangement and, accordingly, will be subject to the approval of two-thirds of the votes cast by Vincor’s shareholders at a meeting of shareholders, currently anticipated to take place on June 1, 2006, as well as court approval. The transaction is also subject to certain other customary conditions, including the receipt of regulatory approvals. The closing of the transaction is not subject to any financing condition. An information circular relating to the transaction is expected to be sent to shareholders in the latter half of April 2006. The proposed transaction is expected to close in early June 2006, shortly after receipt of shareholder and court approvals. On April 17, 2006, Vincor will pay to shareholders of record on March 31, 2006 the \$0.15 per share dividend declared by the Company’s Board of Directors on February 2, 2006.

“We are pleased that Constellation has offered a value that recognizes our strong brands, exceptional workforce and significant international growth opportunities,” said Donald Triggs, President and Chief Executive Officer, Vincor International Inc. “Through the dedication and hard work of all of our employees we have built one of the world’s leading wine companies. This transaction marks the next chapter in the evolution of Vincor, providing strengthened international distribution for our leading brands and new opportunities for our employees. I would like to thank all of

our shareholders and many supporters who have contributed to the creation of a truly great company and Canadian success story.”

“Discussions and diligence led the Constellation and Vincor management teams and boards of directors to the conclusion that this is a mutually beneficial transaction because it is a natural fit for both companies,” stated Richard Sands, Constellation Brands’ Chairman and Chief Executive Officer. “Through this combination, Canada will become a core market for Constellation, while adding new and existing brands to our already formidable portfolio in other key markets. Our cultures, values and decentralized structures are similar, and we are confident that this is in the best interest of both companies’ brands, shareholders, customers and employees. The combination of Vincor with Constellation will result in a world class, all-star team of people, vineyards, wineries and an unequalled international wine portfolio, in addition to long-term value creation.”

Related to the transaction, Vincor has agreed to acquire from a company controlled by Donald Triggs the Delaine Vineyard, a premium one hundred acre vineyard in Niagara, Ontario and a supplier of high quality grapes used in the top tier of the Jackson-Triggs brand. The aggregate cost to Vincor to acquire this vineyard and the Delaine trademark, as well as a termination of rights held by Allan Jackson and Donald Triggs respecting the Jackson-Triggs brand, is \$7.5 million.

### **Conference Call**

The management teams of Vincor and Constellation Brands will jointly host a conference call to discuss the transaction today (Monday, April 3, 2006) at 11:00 a.m. ET. To access the conference call by telephone, dial 1-973-935-8505. Please connect approximately fifteen minutes prior to the beginning of the call to ensure participation. A live audio webcast of the conference call will be available at [www.vincorinternational.com](http://www.vincorinternational.com). Please connect at least 15 minutes prior to the conference call to ensure adequate time for any software download that may be required to join the webcast. The webcast will be archived at the above web site for 30 days.

### **News Conference**

A joint press conference conducted by Vincor and Constellation will take place at 1:00 p.m. today at the Toronto Stock Exchange Gallery, main floor, 130 King St. West (corner of King and York Streets), and will include remarks by Vincor Chairman Mark Hilson and President and CEO Donald Triggs and Constellation Chairman and CEO Richard Sands.

### **About Vincor**

Vincor International Inc. is the world’s eighth largest wine company 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 Dunnigan 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 33.6 million common shares outstanding.

### **Forward-Looking Statements**

This news release contains forward-looking statements about Vincor’s objectives, strategies, financial condition, results of operations, cash flows and businesses. These forward-looking statements can be identified by the use of terminology such as: “plan”, “expect”, “believe”, “anticipate”, “foresee”, “should”, “intend”, “will”, “may”,

“suspect”, “estimate”, “outlook”, “continue”, “project” and similar expressions concerning matters that are not historical facts. These statements are based on certain factors and assumptions including, but not limited to, market trends, competitive activities, market acceptance of new products, expected growth, availability of adequate grape and wine supply, the continuing wine surplus in certain markets, regulatory requirements, foreign exchange rates, the economic environment and other assumptions, which we believe are reasonable based on currently available information. Forward-looking statements are not guarantees of future performance and involve risks, uncertainties and assumptions, which could cause actual results to differ materially from those anticipated in these forward-looking statements. In light of these risks, which are inherent in forward-looking statements, readers are cautioned not to place undue reliance on these forward-looking statements. Furthermore, the forward-looking statements contained in this document are made as of the date of this news release. Unless otherwise required by applicable law, Vincor does not undertake any obligation to update or to revise any of the included forward-looking statements, whether as a result of new information, future events or otherwise.

**For more information, please contact:**

**Investor Inquiries**

Lawrence Chamberlain  
The Equicom Group Inc.  
(416) 815-0700 ext. 257

Barry Hildred  
The Equicom Group Inc.  
(416) 815-0700 ext. 224

[vincorinfo@equicomgroup.com](mailto:vincorinfo@equicomgroup.com)

Freda Colbourne  
Edelman  
(416) 979-1120 ext. 262  
[freda.colbourne@edelman.com](mailto:freda.colbourne@edelman.com)

Charles Fremes  
Edelman  
(416) 979-1120 ext. 301  
[charles.fremes@edelman.com](mailto:charles.fremes@edelman.com)