

Edgar Filing: CONSTELLATION ENERGY GROUP INC - Form 4

CONSTELLATION ENERGY GROUP INC

Form 4

January 06, 2003

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OMB APPROVAL  
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Check this box if no longer subject to Section 16. Form 4 or Form 5  
obligations may continue. See Instruction 1(b).

(Print of Type Responses)

1. Name and Address of Reporting Person\*

Wallace Michael J.  
-----  
(Last) (First) (Middle)

c/o Constellation Energy Group, Inc., 750 E. Pratt Street  
-----  
(Street)

Baltimore MD 21202  
-----  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Constellation Energy Group, Inc. (CEG)

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

4. Statement for Month/Day/Year  
January 2, 2003

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

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Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 President, Constellation Generation Group, LLC

7. Individual or Joint/Group Filing (Check Applicable line)

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans- action Date (mm/dd/yy)	2A. Deemed Execution Date, if any (mm/dd/yy)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		
			Code	V	Amount	(A) or (D)	Price
Common Stock	1/1/02		A		50,000	A	
Common Stock	2/5/02		A		86,430	A	
Common Stock	1/2/03		F		17,474	D	\$27.98

(1) Includes shares available under currently exercisable employee stock options.

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execut- any Date if (mm/dd/yy)	4. Trans- action Code (Instr. 8) Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)
	3. Trans- action Date (mm/dd/yy)				(A)	(D)	Exer- cisable Date	Expira- tion Date	
Employee Stock Option (option to buy)	\$27.93	2/5/02		A	354,000	(1)	2/5/12	Common Stock	354,000

Employee

Stock Option

(option to

buy)

\$27.93

2/5/02

A

354,000

(1)

2/5/12

Common Stock 354,000

Explanation of Responses:

(1) The option vests in three equal annual installments beginning on 12/31/02.

/s/ Michael J. Wallace

1/6/03

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\*\*Signature of Reporting Person

-----  
Date

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

\* 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).

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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