

Edgar Filing: CONSTELLATION ENERGY GROUP INC - Form 4

CONSTELLATION ENERGY GROUP INC

Form 4

January 27, 2003

-----  
 OMB APPROVAL  
 -----  
 OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden  
 hours per response.....0.5  
 -----

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\*

|               |         |          |
|---------------|---------|----------|
| Shattuck, III | Mayo    | A.       |
| -----         | -----   | -----    |
| (Last)        | (First) | (Middle) |

|   |
|---|
| c/o Constellation Energy Group, Inc., 750 E. Pratt Street, 18th Floor |
| -----   |
| (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  
1/23/03

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

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

**Edgar Filing: CONSTELLATION ENERGY GROUP INC - Form 4**

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chairman, President, and Chief Executive Officer

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.<br>Title of Security<br>(Instr. 3) | 2.<br>Trans-<br>action<br>Date<br>(mm/dd/yy) | 2A.<br>Deemed<br>Execution<br>Date, if<br>any<br>(mm/dd/yy) | 3.<br>Transaction<br>Code<br>(Instr. 8)<br>-----<br>Code    V | 4.<br>Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5)<br>-----<br>Amount    (A)<br>or<br>(D)    Price |
|---------------------------------------|--|---|---|--|
| Common Stock                          | 1/23/03                                      |   | D   | 35,335.0    D  |
|                                       |  |   |   |  |
|                                       |  |   |   |  |
|                                       |  |   |   |  |
|                                       |  |   |   |  |
|                                       |  |   |   |  |
|                                       |  |   |   |  |
|                                       |  |   |   |  |
|                                       |  |   |   |  |
|                                       |  |   |   |  |
|                                       |  |   |   |  |
|                                       |  |   |   |  |
|                                       |  |   |   |  |
|                                       |  |   |   |  |
|                                       |  |   |   |  |
|                                       |  |   |   |  |
|                                       |  |   |   |  |
|                                       |  |   |   |  |
|                                       |  |   |   |  |
|                                       |  |   |   |  |

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

# Edgar Filing: CONSTELLATION ENERGY GROUP INC - Form 4

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

=====

| 1.<br>Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conver-<br>sion<br>or<br>Exer-<br>cise<br>Price<br>of<br>Deriv-<br>ative<br>Secur-<br>ity | 3.<br>Trans-<br>action<br>Date<br>(mm/dd/<br>yy) | 3A.<br>Deemed<br>Execut-<br>ion<br>Date if<br>any<br>(mm/dd/<br>yy) | 4.<br>Trans-<br>action<br>Code<br>(Instr.<br>8)<br>-----<br>Code V | 5.<br>Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D)<br>(Instr. 3,<br>4 and 5)<br>-----<br>(A) (D) | 6.<br>Date<br>Exercisable and<br>Expiration Date<br>(Month/Day/Year)<br>-----<br>Date Expira-<br>tion | 7.<br>Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4)<br>-----<br>Amount<br>or<br>Number<br>of<br>Shares |
|--|---|--|---|--|--|---|--|
|--|---|--|---|--|--|---|--|

Explanation of Responses:

/s/ Mayo A. Shattuck, III

1/27/03

\*\*Signature of Reporting Person

Date

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).

Edgar Filing: CONSTELLATION ENERGY GROUP INC - Form 4

\*\* 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.

Page 2