CONSTELLATION ENERGY GROUP INC

Form 4 January 06, 2003

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 Reporti	ing Person*		
Shattuck, III	Mayo	Α.	
(Last)	(First)	(Middle)	
c/o Constellation Energy Group,	Inc., 750 E. Pra		
	(Street)		
Baltimore	MD	21202	
(City)	(State)	(Zip)	
2. Issuer Name and Ticker or T Constellation Energy Group, Inc.			
3. I.R.S. Identification Number	er of Reporting P	erson, if an entity (volu	ıntary)
4. Statement for Month/Day/Yea January 2, 2003	ar		
5. If Amendment, Date of Original	inal (Month/Day/Y	ear)	

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

X Director X Officer (give t Chairman, President,						
7. Individual or Joint/ X Form Filed by O _ Form Filed by M	ne Reporting	Person			_	
Table I Non		ecurities Ac cially Owned		ed of,	==	
		2A. Deemed	3. Transaction Code	4. Securities Acquired Disposed of (D) (Instr. 3, 4 and 5)		
1. Title of Security	action Date	Date, if any	(Instr. 8)	-	(A) or	
(Instr. 3)	(mm/dd/yy)	(mm/dd/yy)	Code V	Amount	(D)	Price
Common Stock	1/1/02		A	83,333		
Common Stock	1/2/03		F	11,934	D	

(1) Includes shares acquired through dividend reinvestment.

FORM 4 (continued)

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

	2. Conversion or Exercise Price 3.		3A. Deemed Execut-	4. Trans- action	* '		6. Date Exercisable and Expiration Date		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
Derivative	of Trans- ion Code of(D) e of Deriv- action Date if (Instr. (Instr. 3,		. 3,	(Month/Day/Year) Date Expira- Exer- tion			Amount or Number of			
(Instr. 3)	ity 	уу)	уу)	Code V	(A)	(D)	cisable	Date	Title	Shares
Employee Stock Option (option to buy)	\$27.93	2/5/02		А	1.375.	000	(1)	2/5/12 Co	mmon Stock	1.375.0
=========	======				======	======				======
Explanation of Responses: (1) The option vests in five equal installments beginning 2/5/03.										
/s/ Mayo A.	Shattuck	, III 					1/6/03		_	

**Signature of Reporting Person

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 $4\,\mbox{(b)}\,\mbox{(v)}\,.$
- ** 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.

Page 2