

Edgar Filing: CONSTELLATION ENERGY GROUP INC - Form 5

CONSTELLATION ENERGY GROUP INC

Form 5

February 13, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 5

ANNUAL 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(f) of the Investment Company Act of 1940

- Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Form 3 Holdings Reported
- Form 4 Transactions Reported

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1. Name and Address of Reporting Person\*

|                     |         |          |
|---------------------|---------|----------|
| Smith               | E.      | Follin   |
| -----               | -----   | -----    |
| (Last)              | (First) | (Middle) |
| 250 W. Pratt Street |         |          |
| -----               |         |          |
| (Street)            |         |          |
| Baltimore           | MD      | 21201    |
| -----               | -----   | -----    |
| (City)              | (State) | (Zip)    |

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

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3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

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4. Statement for Month/Year  
December 31, 2001

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

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

Director

10% Owner



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FORM 5 (continued)

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

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| 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>(Month/<br>Day/<br>Year) | 4.<br>Trans-<br>action<br>Code<br>(Instr.<br>8) | 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>Exer-<br>cisable | 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 |
|--|---|--|---|--|---|--|
|--|---|--|---|--|---|--|

|  |         |          |   |         |              |                      |
|--|---------|----------|---|---------|--------------|----------------------|
| Employee Stock<br>Option(right to buy) | \$25.08 | 11/12/01 | A | 150,000 | (1) 11/12/11 | Common Stock 150,000 |
|--|---------|----------|---|---------|--------------|----------------------|

Explanation of Responses:

(1) Option vests in two installments: 60,000 shares on July 1, 2002 and 90,000 shares on July 1, 2003.

/s/ E. Follin Smith

2/8/02

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\*\*Signature of Reporting Person

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Date

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\*\* 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 provided is insufficient, see Instruction 6 for procedure.

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