

Edgar Filing: FEATHERSTONE DIANE L - Form 3/A

FEATHERSTONE DIANE L
Form 3/A
July 30, 2002

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

FORM 3

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person*

| | | |
|--------------------------------|----------|----------|
| Featherstone | Diane | L. |
| ----- | ----- | ----- |
| (Last) | (First) | (Middle) |
| 750 E. Pratt Street, 5th Floor | | |
| ----- | | |
| | (Street) | |
| Baltimore | MD | 21202 |
| ----- | ----- | ----- |
| (City) | (State) | (Zip) |

2. Date of Event Requiring Statement (Month/Day/Year)

7/19/02

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

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

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

| | |
|--|--|
| <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| <input checked="" type="checkbox"/> Officer (give title below) | <input type="checkbox"/> Other (specify below) |

Vice President

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

7/25/02

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

| |
|--|
| <input checked="" type="checkbox"/> Form Filed by One Reporting Person |
| <input type="checkbox"/> Form Filed by More than One Reporting Person |

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Table I -- Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature (Instr.) |
|------------------------------------|---|---|-----------------------|
| Common Stock | 12,837.309 | D | |
| Common Stock | 4,033.801 | I | by 401 (|

* If the Form is filed by more than one Reporting Person, see Instruction 5(b) (v).

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

(Print of Type Responses)

(Over)

FORM 3 (continued)

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

3. Title and Amount of Securities
Underlying Derivative Security

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| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | (Instr. 4) | Amount or Number of Shares | 4. Conversion or Exercise Price of Derivative Security |
|--|--|-----------------|--------------|----------------------------|--|
| | Date Exercisable | Expiration Date | Title | | |
| Employee Stock Option (right to buy) | (1) | 5/18/10 | Common Stock | 14,666 | \$34.25 |
| Employee Stock Option (right to buy) | (2) | 5/24/12 | Common Stock | 25,000 | \$31.21 |
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Explanation of Responses:

- (1) Remaining balance on option granted May 18, 2000, which vests in three equal installments commencing on May 18, 2001. The first installment was exercised and sold prior to reporting person becoming an insider subject to Section 16. Another installment vested on May 18, 2002, and the final installment vests on May 18, 2003.
- (2) Option vests in three equal installments, commencing May 24, 2003.

/s/ Diane L. Featherstone 7/30/02

 **Signature of Reporting Person Date

** 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.

(Print of Type Responses)

