

Edgar Filing: CONSTELLATION ENERGY GROUP INC - Form 5

CONSTELLATION ENERGY GROUP INC

Form 5

February 13, 2001

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

1. Name and Address of Reporting Person*

Becker Douglas L.

(Last) (First) (Middle)

Sylvan Learning Systems, Inc. 1000 Lancaster Street

(Street)

Baltimore, MD 21202

(City) (State) (Zip)

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

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

4. Statement for Month/Year
December 31, 2000

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

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

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Director 10% Owner
 Officer (give title below) Other (specify below)

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

Form filed by one Reporting Person
 Form filed by more than one Reporting Person

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 Table I -- Non-Derivative Securities Acquired, Disposed of,
 or Beneficially Owned
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	2.	3.	4.		
1.	Transaction	Transaction	Securities Acquired (A) or Disposed of (D)		
Title of Security (Instr. 3)	Date (mm/dd/yy)	Code (Instr. 8)	Amount	or	Price
				(A) or (D)	

Common Stock

* If the form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

(Print or Type Responses)

(Form 5-07/99)

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.           2.           3.           4.           5.           6.           7.
Title of    Conversion  Transaction  Transaction  Number of    Date        Title and Amount
Derivative  or Exer-      Date      Code     of Derivative  Expiration  of Underlying
Security    Price  cise      (Month/   (Instr.  Acquired (A)  Date        Securities
(Instr. 3)  Deriv-  of Secur- (Day/    8)      or Disposed  (Month/Day/Year)  (Instr. 3 and 4)
3)  ative  ity       Year)    )      of (D)      (Month/Day/Year)  -----
(D)  (Instr. 3, 4 and 5)  (Instr. 3, 4 and 5)  (A)  (D)  Date  Expiration  Title  Amount
                                         -----  -----  or
                                         Exer-  tion  Number
                                         cisable Date  of
                                         Date  Date  Shares
-----
Deferred Stock Units(1)      (1)      A      489.788      (2)      (2)      Common Stock 489.789
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Explanation of Responses:
(1) Units were accrued on various dates between January 2000 and December 2000 under Constellation Energy Group's Deferred Compensation Plan for Non-Employee Directors at prices ranging from \$29.1083 to \$51.2240.

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- (2) The Units are settled in cash only upon the reporting person's termination of service as a director, or earlier upon reaching age 70, if elected by the reporting person.
- (3) Due to clerical error, the number of derivative securities accrued, and owned at year-end 1999 were incorrectly reported. They should have been 460.564 and 567.701, respectively.

/s/ Douglas L. Becker

2/7/01

**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.

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