

CONSTELLATION ENERGY GROUP INC

Form 4

May 14, 2008

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
COLLINS JOHN C

2. Issuer Name and Ticker or Trading Symbol  
CONSTELLATION ENERGY GROUP INC [CEG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
750 E. PRATT STREET  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
05/12/2008

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
CFO and Executive VP

BALTIMORE, MD 21202

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/12/2008		M		5,000	<u>A</u> <u>(1)</u>	\$ 31.21
Common Stock	05/12/2008		S		5,000	<u>D</u> <u>(1)</u>	\$ 81.5992
Common Stock						I	3,922.2248 <u>(3)</u>
Common Stock						I	1,000
Common Stock						I	1,000
							By 401(k) Plan
							By Son
							By Daughter

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Options (right to buy) <sup>(4)</sup>	\$ 31.21	05/12/2008		M	5,000	<sup>(5)</sup> 05/24/2012	Common Stock 5,000
Stock Options (right to buy) <sup>(4)</sup>	\$ 93.97	02/21/2008		A	29,320	<sup>(6)</sup> 02/21/2018	Common Stock 29,320
Stock Options (right to buy) <sup>(4)</sup>	\$ 95.1	07/19/2007		A	8,990	<sup>(7)</sup> 07/19/2017	Common Stock 8,990
Stock Options (right to buy) <sup>(4)</sup>	\$ 75.85	02/22/2007		A	16,480	<sup>(7)</sup> 02/22/2017	Common Stock 16,480
Stock Options (right to buy) <sup>(4)</sup>	\$ 50.96	02/24/2005		A	26,210	<sup>(8)</sup> 02/24/2015	Common Stock 26,210
Stock Options (right to buy) <sup>(4)</sup>	\$ 39.63	02/26/2004		A	21,650	<sup>(9)</sup> 02/26/2014	Common Stock 21,650

## Reporting Owners

Reporting Owner Name / Address	Relationships
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Director    10% Owner    Officer    Other

COLLINS JOHN C  
750 E. PRATT STREET  
BALTIMORE, MD 21202

CFO and Executive VP

## Signatures

Charles A. Berardesco,  
Attorney-In-Fact

05/14/2008

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The option exercise and sale reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan. Additional exercises and sales are scheduled to occur over the next seven months pursuant to this trading plan, not to exceed an additional 10,000 shares.
- (2) This amount includes shares obtained through reinvested dividends since the Form 4 filed on 2/5/08.
- (3) This amount includes 30.7599 shares acquired since the Form 4 filed on 2/5/08.
- (4) These are employee stock options.
- (5) Options vested in three equal annual installments on 5/24/03, 5/24/04, and 5/24/05.
- (6) Options vest in three equal annual installments on 2/21/09, 2/21/10, and 2/21/11.
- (7) Options vest in three equal annual installments beginning on 2/22/08. The second installment will vest on 2/22/09, and the third installment will vest on 2/22/10.
- (8) Options vested in three equal annual installments on 2/24/06, 2/24/07, and 2/24/08.
- (9) Options vested in three equal annual installments on 2/26/05, 2/26/06, and 2/26/07.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.