

EXELON CORP
Form 4
May 22, 2008

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
ROWE JOHN W

(Last) (First) (Middle)

**10 SOUTH DEARBORN
STREET, 54TH FLOOR**

(Street)

CHICAGO, IL 60603

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
EXELON CORP [EXC]

3. Date of Earliest Transaction
(Month/Day/Year)
05/20/2008

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Chairman, President and CEO

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

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	05/20/2008		S		800 ⁽¹⁾	D \$ 88.38	377,455 D
Common Stock	05/20/2008		S		1,200	D \$ 88.42	376,255 D
Common Stock	05/20/2008		S		700	D \$ 88.46	375,555 D
Common Stock	05/20/2008		S		1,000	D \$ 88.47	374,555 D
Common Stock	05/20/2008		S		1,600	D \$ 88.48	372,955 D

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Common Stock	05/20/2008	S	2,600	D	\$ 88.5	370,355	D	
Common Stock	05/20/2008	S	800	D	\$ 88.53	369,555	D	
Common Stock	05/20/2008	S	900	D	\$ 88.56	368,655	D	
Common Stock	05/20/2008	S	800	D	\$ 88.57	367,855	D	
Common Stock	05/20/2008	S	900	D	\$ 88.65	366,955	D	
Common Stock	05/20/2008	S	1,900	D	\$ 88.76	365,055	D	
Common Stock	05/20/2008	S	1,100	D	\$ 88.78	363,955	D	
Common Stock	05/20/2008	S	1,100	D	\$ 88.79	362,855	D	
Common Stock	05/20/2008	S	2,000	D	\$ 88.8	360,855	D	
Common Stock	05/20/2008	S	700	D	\$ 88.83	360,155	D	
Common Stock	05/20/2008	S	1,000	D	\$ 88.88	359,155	D	
Common Stock	05/20/2008	S	1,300	D	\$ 88.89	357,855	D	
Common Stock	05/20/2008	S	1,200	D	\$ 88.91	356,655	D	
Common Stock (401k Shares)						6,007 ⁽²⁾	D	
Common Stock						3,500	I	Held by spouse

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

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SEC 1474
(9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number	6. Date Exercisable and Expiration Date	7. Title and Amount of	8. Price of Derivative	9. Nu
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	Underlying Securities (Instr. 3 and 4)	Security (Instr. 5)	Security Beneficial Owner Following Reportable Transaction (Instr. 6)		
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROWE JOHN W 10 SOUTH DEARBORN STREET 54TH FLOOR CHICAGO, IL 60603			Chairman, President and CEO	

Signatures

Scott N. Peters, Attorney in Fact for John W.
Rowe 05/21/2008

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) Exercise and all reported sales made pursuant to a rule 10b5-1 trading plan entered into on September 13, 2007. Shares were sold through small lots which are reported as individual sales on this form and on other Form 4's being filed simultaneously because the EDGAR system will only accept 30 transactions on a single form.
- (2) Shares held as of 04/30/2008 in a multi-fund 401(K) plan to be settled in cash upon the reporting person's termination of employment for any reason on a 1:1 basis. Shares are acquired through regular periodic contributions, company matching contributions, and the automatic reinvestment of dividend equivalents.

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.