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.

obligations

1(b).

Stock

Stock

Common

05/20/2008

may continue.

See Instruction

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 4 or Form 5

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 * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **ROWE JOHN W** Issuer Symbol EXELON CORP [EXC] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_ Officer (give title Other (specify 10 SOUTH DEARBORN 05/20/2008 below) below) STREET, 54TH FLOOR Chairman, President and CEO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting CHICAGO, IL 60603 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Direct Beneficial Ownership (Month/Day/Year) Owned (D) or (Instr. 8) Following Indirect (I) (Instr. 4) Reported (Instr. 4) (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Common 50,000 \$ 05/20/2008 M A 401,914 (2) D Stock (1) 32.54 Common S 800 (1) D 401,114 05/20/2008 D Stock Common S D D 05/20/2008 1,000 400,114 Stock Common 05/20/2008 S 159 D 399,955 D

S

700

D

\$ 87.9 399,255

D

OMB APPROVAL

3235-0287

January 31,

2005

0.5

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Number:

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| Common Stock | 05/20/2008 | S | 1,000 | D | \$ 87.93 | 398,255 | D |
|-----------------|------------|---|-------|---|-------------|---------|---|
| Common Stock | 05/20/2008 | S | 600 | D | \$ 87.95 | 397,655 | D |
| Common Stock | 05/20/2008 | S | 1,000 | D | \$ 87.97 | 396,655 | D |
| Common Stock | 05/20/2008 | S | 1,100 | D | \$ 87.98 | 395,555 | D |
| Common Stock | 05/20/2008 | S | 1,100 | D | \$ 87.99 | 394,455 | D |
| Common Stock | 05/20/2008 | S | 800 | D | \$ 88.01 | 393,655 | D |
| Common Stock | 05/20/2008 | S | 1,200 | D | \$ 88.04 | 392,455 | D |
| Common Stock | 05/20/2008 | S | 1,000 | D | \$ 88.05 | 391,455 | D |
| Common Stock | 05/20/2008 | S | 100 | D | \$ 88.11 | 391,355 | D |
| Common Stock | 05/20/2008 | S | 100 | D | \$ 88.12 | 391,255 | D |
| Common Stock | 05/20/2008 | S | 900 | D | \$ 88.13 | 390,355 | D |
| Common Stock | 05/20/2008 | S | 400 | D | \$ 88.14 | 389,955 | D |
| Common Stock | 05/20/2008 | S | 1,100 | D | \$ 88.15 | 388,855 | D |
| Common Stock | 05/20/2008 | S | 1,100 | D | \$ 88.19 | 387,755 | D |
| Common Stock | 05/20/2008 | S | 800 | D | \$ 88.26 | 386,955 | D |
| Common Stock | 05/20/2008 | S | 500 | D | \$ 88.27 | 386,455 | D |
| Common Stock | 05/20/2008 | S | 1,300 | D | \$ 88.28 | 385,155 | D |
| Common Stock | 05/20/2008 | S | 600 | D | \$ 88.3 | 384,555 | D |
| Common Stock | 05/20/2008 | S | 900 | D | \$ 88.32 | 383,655 | D |
| Common Stock | 05/20/2008 | S | 100 | D | \$ 88.33 | 383,555 | D |
| | 05/20/2008 | S | 800 | D | | 382,755 | D |

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Common \$ 88.35 Common 05/20/2008 \$ 4,500 D \$ 378,255

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

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D

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. Transactic Code (Instr. 8) | 5. Number of onDerivative Securities Acquired (A) or Disposed o (D) (Instr. 3, 4, and 5) | Expiration D (Month/Day | 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 | |
| NQ Stock Options 01/26/2004 | \$ 32.54 | 05/20/2008 | | M <u>(1)</u> | 50,000 | (3) | (3) | Common Stock | 50,000 | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

05/21/2008

ROWE JOHN W

Stock

10 SOUTH DEARBORN STREET

54TH FLOOR

CHICAGO, IL 60603

Chairman, President and CEO

Signatures

Scott N. Peters, Attorney in Fact for John W. Rowe

**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)

Reporting Owners 3

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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) Balance includes 3,618 shares held in the Employee Stock Purchase Plan.
- (3) Non qualified employee stock options, awarded pursuant to the Exelon Long Term Incentive Plan. Options vest in 1/4 increments on each of the first four anniversaries of the grant date, referenced in column one, and expire on the tenth anniversay of the grant date.

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.