

EXELON CORP
Form 4
February 21, 2007

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

OMB
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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, 37TH 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)
02/20/2007

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/20/2007		M	(A) or (D) Amount 48,125 (1) A	Price \$ 33.94	298,556 (2)	D
Common Stock	02/20/2007		S	(A) or (D) Amount 1,200 (1) D	Price \$ 63.57	297,356	D
Common Stock	02/20/2007		S	(A) or (D) Amount 300 D	Price \$ 63.58	297,056	D
Common Stock	02/20/2007		S	(A) or (D) Amount 6,865 D	Price \$ 63.59	290,191	D
Common Stock	02/20/2007		S	(A) or (D) Amount 4,600 D	Price \$ 63.6	285,591	D

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Common Stock	02/20/2007	S	3,400	D	\$ 63.61	282,191	D	
Common Stock	02/20/2007	S	400	D	\$ 63.62	281,791	D	
Common Stock	02/20/2007	S	1,100	D	\$ 63.63	280,691	D	
Common Stock	02/20/2007	S	900	D	\$ 63.64	279,791	D	
Common Stock	02/20/2007	S	900	D	\$ 63.65	278,891	D	
Common Stock	02/20/2007	S	300	D	\$ 63.66	278,591	D	
Common Stock	02/20/2007	S	700	D	\$ 63.67	277,891	D	
Common Stock	02/20/2007	S	900	D	\$ 63.51	276,991	D	
Common Stock	02/20/2007	S	1,200	D	\$ 63.53	275,791	D	
Common Stock	02/20/2007	S	300	D	\$ 63.54	275,491	D	
Common Stock	02/20/2007	S	1,000	D	\$ 63.55	274,491	D	
Common Stock	02/20/2007	S	1,000	D	\$ 63.56	273,491	D	
Common Stock	02/20/2007	S	200	D	\$ 63.57	273,291	D	
Common Stock	02/20/2007	S	3,000	D	\$ 63.59	270,291	D	
Common Stock	02/20/2007	S	8,600	D	\$ 63.6	261,691	D	
Common Stock	02/20/2007	S	2,200	D	\$ 63.61	259,491	D	
Common Stock	02/20/2007	S	1,500	D	\$ 63.63	257,991	D	
Common Stock	02/20/2007	S	500	D	\$ 63.64	257,491	D	
Common Stock	02/20/2007	S	300	D	\$ 63.65	257,191	D	
Common Stock (Deferred						280,514	I	By Stock Deferral Plan

Shares)

Common
Stock
(401k
Shares)5,848 ⁽³⁾ DCommon
Stock3,500 I Held By
Spouse

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

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(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)	8. Amount or Number of Shares
NQ Stock Options 01/02/2001	\$ 33.94	02/20/2007		M ⁽¹⁾	48,125	⁽⁴⁾ ⁽⁴⁾	Common Stock	48,125

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
ROWE JOHN W 10 SOUTH DEARBORN STREET 37TH FLOOR CHICAGO, IL 60603	Chairman, President and CEO

Signatures

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

02/20/2007

**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 February 25, 2005. Shares were sold through small lots which are reported as individual sales on this form.
- (2) Balance includes 3,618 shares held in the Employee Stock Purchase Plan.

Shares held as of 01/31/2007 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 dividends.
- (3)
- (4) Non qualified employee stock options, awarded pursuant to the Exelon Long Term Incentive Plan. Options vest in 1/3 increments on each of the first three anniversaries of the grant date, referenced in column one, and expire on the tenth anniversary 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.

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