

ROWE JOHN W
Form 4
November 15, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
ROWE JOHN W

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
10 SOUTH DEARBORN STREET, 37TH FLOOR
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/11/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chairman, President and CEO

CHICAGO, IL 60603

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 | 11/14/2005 | | M ⁽¹⁾ | | 48,125 | A | \$ 19.51 |
| Common Stock | 11/14/2005 | | S ⁽¹⁾ | | 200 | D | \$ 49.99 |
| Common Stock | 11/14/2005 | | S | | 200 | D | \$ 50.01 |
| Common Stock | 11/14/2005 | | S | | 800 | D | \$ 50.02 |
| Common Stock | 11/14/2005 | | S | | 1,300 | D | \$ 50.03 |

Edgar Filing: ROWE JOHN W - Form 4

| | | | | | | | |
|--------------|------------|---|-------|---|----------|---------|---|
| Common Stock | 11/14/2005 | S | 1,400 | D | \$ 50.04 | 159,198 | D |
| Common Stock | 11/14/2005 | S | 1,300 | D | \$ 50.05 | 157,898 | D |
| Common Stock | 11/14/2005 | S | 900 | D | \$ 50.06 | 156,998 | D |
| Common Stock | 11/14/2005 | S | 700 | D | \$ 50.07 | 156,298 | D |
| Common Stock | 11/14/2005 | S | 200 | D | \$ 50.08 | 156,098 | D |
| Common Stock | 11/14/2005 | S | 1,800 | D | \$ 50.1 | 154,298 | D |
| Common Stock | 11/14/2005 | S | 1,400 | D | \$ 50.11 | 152,898 | D |
| Common Stock | 11/14/2005 | S | 5,290 | D | \$ 50.12 | 147,608 | D |
| Common Stock | 11/14/2005 | S | 5,700 | D | \$ 50.13 | 141,908 | D |
| Common Stock | 11/14/2005 | S | 2,500 | D | \$ 50.14 | 139,408 | D |
| Common Stock | 11/14/2005 | S | 1,345 | D | \$ 50.15 | 138,063 | D |
| Common Stock | 11/14/2005 | S | 800 | D | \$ 50.16 | 137,263 | D |
| Common Stock | 11/14/2005 | S | 2,800 | D | \$ 50.17 | 134,463 | D |
| Common Stock | 11/14/2005 | S | 900 | D | \$ 50.18 | 133,563 | D |
| Common Stock | 11/14/2005 | S | 1,300 | D | \$ 50.19 | 132,263 | D |
| Common Stock | 11/14/2005 | S | 4,200 | D | \$ 50.2 | 128,063 | D |
| Common Stock | 11/14/2005 | S | 1,600 | D | \$ 50.21 | 126,463 | D |
| Common Stock | 11/14/2005 | S | 1,000 | D | \$ 50.22 | 125,463 | D |
| Common Stock | 11/14/2005 | S | 1,200 | D | \$ 50.23 | 124,263 | D |
| Common Stock | 11/14/2005 | S | 200 | D | \$ 50.24 | 124,063 | D |
| | 11/14/2005 | S | 200 | D | | 123,863 | D |

Edgar Filing: ROWE JOHN W - Form 4

| | | | | | | | |
|--------------------------------|-------|----------------------|---|--|--|--|------------------------|
| Common Stock | \$ | | | | | | |
| | 50.25 | | | | | | |
| Common Stock (Deferred Shares) | | 271,002 | I | | | | By Stock Deferral Plan |
| Common Stock (401k Shares) | | 5,653 ⁽³⁾ | 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | Code V (A) (D) | | Date Exercisable Expiration Date | Title | |
| NQ Stock Options 01-25-2000 | \$ 19.51 | 11/14/2005 | | M ⁽¹⁾ | 48,125 | ⁽⁴⁾ ⁽⁴⁾ | Common Stock | 48,125 |
| Deferred Comp. Phantom Shares | ⁽⁵⁾ | 11/11/2005 | | A | 95 | ⁽⁵⁾ ⁽⁵⁾ | Common Stock | 95 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--------------------------------|----------------------------------|
| | Director 10% Owner Officer Other |
| ROWE JOHN W | Chairman, President and CEO |

10 SOUTH DEARBORN STREET
37TH FLOOR
CHICAGO, IL 60603

Signatures

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

11/15/2005

__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 sale made pursuant to a rule 10b5-1 trading plan entered into on February 25, 2005.
- (2) Balance includes 3,558 shares held in the Employee Stock Purchase Plan, including 155 acquired as of 09/30/2005 through automatic payroll contributions.
Shares held as of 10/31/2005 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) 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.
Phantom shares held in a multi-fund deferred compensation plan to be settled for 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.
- (4) Phantom shares held in a multi-fund deferred compensation plan to be settled for 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.
- (5) Phantom shares held in a multi-fund deferred compensation plan to be settled for 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.

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.