

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Aliabadi Paymon</u> (Last) (First) (Middle) 10 S. DEARBORN STREET 54TH FLOOR (Street) CHICAGO IL 60603 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>EXELON CORP [EXC]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP, Chief Enterprise Risk Ofr</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/26/2015</u>	

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	01/26/2015		M		28,006	A	\$37.34	31,097	D	
Common stock	01/26/2015		F		9,062 ⁽¹⁾	D	\$37.34	22,034	D	
Common stock	01/26/2015		D		6,058 ⁽²⁾	D	\$37.34	15,976	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. 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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Unit Award 01/26/2015	\$0	01/26/2015		A		15,776		(3)	(3)	Common stock	15,776	(3)	15,776	D	
Restricted Stock Unit Award 01/27/2014	\$0	01/26/2015		M			7,295	(3)	(3)	Common stock	7,295	\$37.34	14,591 ⁽⁴⁾	D	
Restricted Stock Unit Award 09/23/2013	\$0	01/26/2015		M			3,165	(3)	(3)	Common stock	3,165	\$37.34	3,168 ⁽⁵⁾	D	
Performance Shares- Stock Units	\$0	01/26/2015		A		17,546 ⁽⁶⁾		(6)	(6)	Common stock	17,546	(6)	17,546	D	
Performance Shares- Stock Units	\$0	01/26/2015		M			17,546	(6)	(6)	Common stock	17,546	\$37.34	0	D	

Explanation of Responses:

- Shares withheld by the Issuer for reporting person's tax obligation.
- Shares settled in cash on a 1 for 1 basis.
- Restricted stock unit award made pursuant to the Exelon Long Term Incentive Plan. 1/3 of the shares awarded will vest upon the first, second and third anniversary date that is referenced in column 1.
- Balance includes 219 shares acquired on March 10, 2014; 178 shares acquired on June 10, 2014; 202 shares acquired on September 10, 2014; and 187 shares acquired on December 10, 2014 through automatic dividend reinvestment.
- Balance includes 63 shares acquired on March 10, 2014; 51 shares acquired on June 10, 2014; 58 shares acquired on September 10, 2014; and 54 shares acquired on December 10, 2014 through automatic dividend reinvestment.
- Transition performance shares awarded pursuant to the Exelon Long Term Incentive Plan in connection with transition from one-year to three-year performance period for the performance share award program. Shares vest immediately upon award.

Remarks:

Lawrence C. Bachman, Attorney 01/28/2015
in Fact for Paymon Aliabadi

** Signature of Reporting Person Date

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

* 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).

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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