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# 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

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

OMB APPROVAL										
OMB Number:	3235-0287									
Estimated average	hurden									

hours per response:	0.5
Estimated average burden	

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol EXELON CORP [ EXC ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>RICHARDSON WILLIAM C</u>		<u>C</u>	[ ]	Х	Director	10% Owner			
(Last) (First) (Middle) 10 SOUTH DEARBORN STREET 54TH FLOOR			3. Date of Earliest Transaction (Month/Day/Year) 03/31/2009		Officer (give title below)	Other (specify below)			
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) CHICAGO	IL	60603		X	Form filed by One Rep Form filed by More tha	0			
(City)	(State)	(Zip)			Person				
	Tal	ble I - Non-Deriva	tive Securities Acquired, Disposed of, or Benefi	cially	Owned				

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1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount (A) or (D) P		Price	Transaction(s) (Instr. 3 and 4)			
Common Stock (Deferred Stock Units)	03/31/2009		А		587	A	\$42.57	<b>5,36</b> 4 <sup>(1)</sup>	I	By Exelon Directors' Deferred Stock Unit Plan	
Common Stock								1,306 <sup>(2)</sup>	D		

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

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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. Transa Code ( 8)		of		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	Amount or Number of Shares				

Explanation of Responses:

1. Balance includes 58 shares acquired on 03/10/2009 through the automatic dividend reinvestment feature of Exelon plans.

2. Balance includes 15 shares acquired on 03/10/2009 through the automatic dividend reinvestment feature of Exelon plans.

**Remarks:** 

Lawrence C. Bachman, Esq.,

Attorney in Fact for William C. 04/01/2009 **Richardson** 

\*\* 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.

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 Number.