# SEC Form 4

# 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

hours per response:	0.5
Estimated average burden	

1. Name and Address of Reporting Person <sup>*</sup>		Person*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>EXELON CORP</u> [ EXC ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
				X Director 10% Owner
(Last) (First) (Midd 10 SOUTH DEARBORN STREET 37TH FLOOR		(Middle) REET	3. Date of Earliest Transaction (Month/Day/Year) 09/30/2006	Officer (give title Other (specify below) below)
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
(Street)				X Form filed by One Reporting Person
CHICAGO	IL	60603		Form filed by More than One Reporting Person
(City)	(State)	(Zip)		

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock (Deferred Stock Units)	09/30/2006		A		255	A	\$58.84	10,070 <sup>(1)</sup>	Ι	By Exelon Directors' Deferred Stock Unit Plan
Common Stock								<b>30,053</b> <sup>(2)(3)</sup>	D	

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

(e.g., puts, cans, 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	Amount or Number of Shares				
Deferred Compensation - Phantom Shares	(4)	09/30/2006		A		333		(4)	(4)	Common Stock	333	\$60.54	8,087 <sup>(5)</sup>	D	

### Explanation of Responses:

1. Balance also includes 66 shares acquired on 09/11/2006 through the automatic dividend reinvestment feature of Exelon plans.

2. Balance also includes 202 shares acquired on 09/11/2006 through the automatic dividend reinvestment feature of Exelon plans.

3. Balance also includes 2,779 shares from the Unicom Directors Retirement Plan, which were formerly reported as indirect holdings. On 09/25/2006 these shares were vested to Ms. Gin and transferred to direct ownership.

4. Phantom shares held in a multi-fund deferred compensation account to be settled for cash on a 1:1 basis upon the reporting person's termination of employment for any reason. Shares are acquired through regular periodic contributions and the reinvestment of dividend equivalents.

5. Balance also includes 52 shares acquired on 09/11/2006 through the automatic dividend reinvestment feature of Exelon plans.

#### **Remarks:**

Scott N. Peters, Attorney in

Fact for Sue L. Gin

10/02/2006

\*\* 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.