FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | | |
|---------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | | |
| Estimated average b | urdon | | | | | | | | |

0.5

hours per response:

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

| | | | | | _ | | | | | | | | | | | | _ | | |
|---|---------------------------|--------------------------|---|-----------|---|---|--------|------|--|--------|--------------------|-------------------------|------------------------|---|------------------------------|--------------------------|-----|---------------------------|-------------------------|
| Name and Address of Reporting Person* YOUNG JOHN F | | | | | | 2. Issuer Name and Ticker or Trading Symbol EXELON CORP [EXC] | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
| TOUN | <u>G JOHN</u> | <u>r</u> | | | | | | | | - | | | | | Direct | | | 10% O\ | |
| (Loot) | /=: | 3 D | Date of Earliest Transaction (Month/Day/Year) | | | | | | | | X | below | cer (give title ow) | | Other (specify below) | | | | |
| (Last) (First) (Middle) 10 SOUTH DEARBORN STREET | | | | | | 12/22/2006 | | | | | | | | | Exec. Vice President and CFO | | | | |
| | | | | | | | | | | | | | | | | | | | |
| 37TH FLOOR | | | | | 4 If | If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable | | | | | |
| | | | | | | 4. II Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | Line) | | | | | |
| (Street) CHICAC | O IL | | 60603 | | | | | | | | | | | X | Form | filed by One | Rep | orting Perso | n |
| | | | | | | | | | | | | | | Form filed by More than One Reporting Person | | | | | |
| (City) | (SI | tate) | (Zip) | | | | | | | | | | | | 1 0100 | | | | |
| | | Tab | le I - Non | -Deriva | ative | Se | curiti | es A | cquired | l, Di | sposed | of, or B | enefici | ally C | wne | d | | | |
| 1. Title of S | Security (Inst | tr. 3) | | 2. Transa | action | ction 2A. Deemed | | | | | | rities Acqui | | or 5. Amou | | unt of 6. C | | | 7. Nature |
| Date (Month/Da | | | | | Day/Yea | Execution Date | | | e, Transaction Disposed Of (D) (Ins Code (Instr. 5) | | | nstr. 3, 4 a | | | | | | of Indirect Beneficial | |
| | | | | | | (Month/Day/Yea | | | ar) 8) ´ | | | | | Owned Reporte | | | | Ownership (Instr. 4) | |
| | | | | | Code | | | | . v | Amoun | ınt (A) or Pı | | e 1 | Transac Instr. 3 | ction(s) 3 and 4) | | | ` ' | |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | | |
| | | 1 | | | | | | | | | convert | | | | /iieu | | | | |
| 1. Title of | 2. | 3. Transaction | 3A. Deemed | | 4. Transaction Code (Instr. 8) | | | | | | | 7. Title and | | | ice of | 9. Number | | 10. | 11. Nature |
| Derivative Security | Conversion or Exercise | Date (Month/Day/Year) | Execution E if any | | | | | | Expiration Date (Month/Day/Year) | | | Amount of Securities | | Derivativ Security | | derivative Securities | | Ownership Form: | Beneficial |
| (Instr. 3) | Price of Derivative | | (Month/Day | y/Year) | | | | | | | | Underlyin Derivative | | rity (Instr. 5) | | Beneficially Owned | | Direct (D) or Indirect | Ownership (Instr. 4) |
| Security | | | | | | (A) or Disposed (Instr. 3 and | | | | | | | | | | Following Reported | | (I) (Instr. 4) | (|
| | | | | | | of (D) | | | | | | | | | | Transaction(s) | | | |
| | | | | | | (Instr. 3, 4 and 5) | | | | | | | | | | (Instr. 4) | | | |
| | | | | | | | | | | | | | Amoun | nt | | | | | |
| | | | | | | | | | | | | | or Numbe | r | | | | | |
| | | | | | Code | v | (A) | (D) | Date Exercisa | ble | Expiration Date | Title | of Shares | | | | | | |
| Deferred | | | | | | | | | | \neg | | | | \top | | | | | |
| Comp Phantom | (1) | 12/22/2006 | | | Α | | 17 | | (1) | | (1) | Common Stock | 17 | \$6 | 1.43 | 1,055 ⁽²⁾ | | D | |
| Shares | | | | | | | | | | | | | | | | | | | |

Explanation of Responses:

- 1. 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.
- $2. \ Balance\ includes\ 6\ shares\ acquired\ on\ 12/11/2006\ through\ the\ automatic\ dividend\ reinvestment\ feature\ of\ Exelon\ plans.$

Remarks:

Scott N. Peters, Esq. Attorney in Fact for John F. Young

** 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.