#### FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### 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										
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hours per response:	0.5									

	Iress of Reporting F	Person*	2. Issuer Name and Ticker or Trading Symbol EXELON CORP [ EXC ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
LAWLESS ROBERT J				X Director 10% Owner					
				Officer (give title Other (specify					
(Last) (First) (Middle) 10 SOUTH DEARBORN STREET 54TH FLOOR		( )	3. Date of Earliest Transaction (Month/Day/Year) 09/30/2015	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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.		4. Securities Disposed Of (			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)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock (Deferred Stock Units)	09/30/2015		А		840	A	\$29.75	11,686(1)	Ι	By Exelon Directors' Deferred Stock Unit Plan
Common Stock								3,273	D	

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

(cigi, puls, varians, 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. Transa Code ( 8)		5. Nun of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	tive ties red sed 3, 4	Expiration Date (Month/Day/Year) ed ed		e and 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				
Phantom Stock	(2)							(2)	(2)	Common Stock	39,369		39,369 <sup>(3)</sup>	I	By Constellation Deferred Compensation Plan for Non- employee Directors
Deferred Compensation - Phantom Share Equivalents	(4)	09/30/2015		A		1,162		(4)	(4)	Common Stock	1,162	\$29.7	10,441 <sup>(5)</sup>	D	

Explanation of Responses:

1. Balance includes 112 shares acquired on September 10, 2015 through automatic dividend reinvestment.

2. Phantom stock units (which are in the form of deferred stock units) which will become payable in cash on a 1 for 1 basis upon the termination of the reporting person's service on the Exelon board of directors. 3. Balance includes 406 shares acquired on September 10, 2015 through automatic dividend reinvestment.

4. Phantom share equivalents representing units held in the Exelon stock fund in a multi-fund, non-qualified deferred compensation plan. The Exelon stock fund is a unitized fund that consists of Exelon common stock and short term investments. Units of the fund will be settled upon the reporting person's separation from the board for any reason. Units will be settled in cash. Units are acquired through regular periodic contributions of deferred board compensation and the reinvestment of dividend equivalents. The balance of phantom share equivalents may fluctuate from time to time due to fluctuations in the fund composition.
5. Balance includes 86 shares equivalents accrued on August 12, 2015 through automatic dividend reinvestment.

Remarks:

Scott N. Peters, Esq., Attorney 10/01/2015

in Fact for Robert J. Lawless \*\* Signature of Reporting Person

Date

 $\label{eq:resonance} \mbox{Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.}$ 

 $\ast$  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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