SEC Form 4

Π

(Street)

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).

IL

(State)

60603

(Zip)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden hours per response 05

Instruction 1(b).	File	d 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 Per JOSKOW PAUL L	rson*	2. Issuer Name and Ticker or Trading Symbol <u>EXELON CORP</u> [EXC]		all applicable Director	,	10% Owner	
(Last) (First) 10 SOUTH DEARBORN STRE	(Middle) ET	3. Date of Earliest Transaction (Month/Day/Year) 06/30/2017		Officer (giv below)	e title	Other (specify below)	
54TH FLOOR		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable				

Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person

(City	n	

CHICAGO

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	3.					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)	06/30/2017		A		990	А	\$36.62	31,619 ⁽¹⁾	I	By Exelon Directors' Deferred Stock Unit Plan
Common Stock								2,000	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g. nuts calls warrants ontions 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. Transa Code (8)		of Deriv Secu Acqu (A) o Dispe of (D	r osed) r. 3, 4	Expiration Date (Month/Day/Year) ed ed		e Amount of		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 Share Equivalents	(2)							(2)	(2)	Common Stock	6,591		6,591 ⁽³⁾	D	

Explanation of Responses:

1. Balance includes 271 shares acquired on June 9, 2017 through automatic dividend reinvestment.

2. 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. 3. Balance as of June 30, 2017. Balance includes 66 share equivalents accrued on May 11, 2017 through automatic dividend reinvestment.

Remarks:

Scott N. Peters, Esq., Attorney in Fact for Paul L. Joskow

07/03/2017

** 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.