Instruction 1(b)

## FORM 5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Machineton	D C	20540
Vashington,	D.C.	20549

# ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPROVAL								
	OMB Number:	3235-0362							
	Estimated average I	ourden							
-	1.								

Form 3	Holdings Rep	orted.												Liloui	о рег г	соронос.		
_	Transactions		Fil	led pursuant t or Sectio					urities Excha Company Ad		f 1934							
Name and Address of Reporting Person*     Aliabadi Paymon					2. Issuer Name and Ticker or Trading Symbol EXELON Corp [ EXC ]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  V Officer (give title Other (specify						
(Last) (First) (Middle) 10 S. DEARBORN STREET 54TH FLOOR				12/31/20	Statement for Issuer's Fiscal Year Ended (Month/Day/Year)     12/31/2018      If Amendment, Date of Original Filed (Month/Day/Year)								X Officer (give title Officer (specify below)  EVP, Chief Enterprise Risk Ofr  6. Individual or Joint/Group Filing (Check Applicable					
(Street) CHICAGO IL 60603  (City) (State) (Zip)				_	4. If Amendment, Date of Original Filed (Month/Day/Year)							X Form filed by One Reporting Person Form filed by More than One Reporting Person						
			le I - Non-Deri	vative Sec	curiti	es A	cauire	d. D	Disposed	of. or E	Benefic	ially	/ Owne					
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)			2A. Deemed Execution I	2A. Deemed 3. Execution Date, Tr		3. 4. Of Code (Instr.			Acquired (A) or Dispos					6. Owner Form (D) or	: Direct	7. Nature of Indirect Beneficial Ownership		
				,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			Amo	ount	(A) or (D) Price		Issuer's		Fiscal tr. 3 and	Indirect (I) (Instr. 4)		(Instr. 4)		
Common Stock												50		,539		D		
Common Stock (ESPP Shares)			ĺ									365(1)			D			
		Ta	able II - Deriva (e.g., p	itive Secu outs, calls			•		•			-	Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security  3. Transaction Date (Month/Day/Y		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 Exerc Expiration Da (Month/Day/Y		ate	7. Title and Amount of Securities Underlying Derivative Securit (Instr. 3 and 4)		8. Price Derivating Security (Instr. 5)		9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e Owners Form: Ally Direct ( or Indii g (I) (Inst		D) Beneficial Ownership ect (Instr. 4)	ect cial ship
					(A)	(D)			Expiration Date	Title	Amour or Number of Shares	er						
Restricted Stock Unit Awards 2016	\$0						(2)		(2)	Common Stock	8,024		8,024 <sup>(3</sup> .		3)	D		
Restricted Stock Unit Awards 2017	\$0						(2)		(2)	Common Stock	11,996	5		11,996 <sup>(4)</sup>		D		
Restricted Stock Unit Awards	\$0						(2)		(2)	Common Stock	15,890			15,890	(5)	D		

## **Explanation of Responses:**

- 1. Shares acquired through Exelon's Section 423 tax-qualified Employee Stock Purchase Plan.
- 2. Previously awarded restricted stock units (RSUs) granted pursuant to the Exelon Long Term Incentive Plan. RSUs are granted annually at the Compensation and Leadership Development committee's first meeting in January or February and vest in 1/3 increments on the date of the committee's first annual meeting in the first, second and third years after the award was granted. Award balances accrue additional RSUs through quarterly dividend reinvestment that vest on the same schedule as the underlying award.
- 3. Balance includes 259 shares acquired through quarterly dividend reinvestment during 2018.
- 4. Balance includes 387 shares acquired through quarterly dividend reinvestment during 2018.
- 5. Balance includes 512 shares acquired through quarterly dividend reinvestment during 2018.

## Remarks:

<u>Katherine A. Smith, Attorney-in-Fact for Paymon Aliabadi</u>

01/29/2019

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.

Know all by these presents, that the undersigned hereby constitutes and appoints each of Carter C. Culver, Katherine A. Smith, Brian Buck and Tom Boin, signing singly, the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and or director of Exelon Corporation ("Exelon"), all reports to be filed by the undersigned pursuant to Section 16(a) of the Securities Exchange Act of 1934 and the rules promulgated thereunder (including EDGAR Form ID, Forms 3, 4, and 5 and any successor forms) (the "Section 16 Reports");
- (2) do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to complete and execute any such Section 16 Report, complete and execute any amendment or amendments thereto, and timely file such report with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing that, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is Exelon assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Section 16 Reports with respect to the undersigned's holdings of and transactions in securities issued by Exelon, unlessearlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 14th day of January 2019.

Signature: /s/ Paymon Aliabadi

Print Name: Paymon Aliabadi