FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Nashington, | D.C. | 20549 |  |
|-------------|------|-------|--|
|-------------|------|-------|--|

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

|   | OMB APPRO              | OVAL      |
|---|------------------------|-----------|
|   | OMB Number:            | 3235-0287 |
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| l | hours per response:    | 0.5       |

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

| 1. Name and Address of Reporting Person* STEINOUR STEPHEN D |   |  |  | 2. Issuer Name <b>and</b> Ticker or Trading Symbol  EXELON CORP [ EXC ] |   |  |        |       |                                       |      |                    |  |                            | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |   |   |   |  |  |  |  |
|---|---|--|--|---|---|--|--------|-------|---------------------------------------|------|--------------------|--|----------------------------|---|---|---|---|--|--|--|--|
| STEINOUR STEPHEN D  |   |  |  |   |   |  |        |       |                                       |      |                    |  |                            |   | X Direc   | tor   | 10  | 10% Owner  |  |  |  |
| (Last) (First) (Middle) 10 SOUTH DEARBORN STREET            |   |  |  |   | 3. Date of Earliest Transaction (Month/Day/Year) 06/28/2013 |  |        |       |                                       |      |                    |  |                            | Office<br>below   | er (give title<br>v)  |   | ther (s<br>elow)  | pecify   |  |  |  |
| 54TH FL   | OOR   |  |  |   | 4. 1  | 4. If Amendment, Date of Original Filed (Month/Day/Year) |        |       |                                       |      |                    |  |                            |   | 6. Individual or Joint/Group Filing (Check Applicable                             |   |   |  |  |  |  |
| (Street) CHICAGO IL 60603                                   |   |  |  |   | -   '''   |  |        |       |                                       |      |                    |  |                            |   | Line)  X Form filed by One Reporting Person Form filed by More than One Reporting |   |   |  |  |  |  |
| (City)  | (Si   | rate)                                      | (Zip)  |   | -   |  |        |       |                                       |      |                    |  |                            |   | Pers  | on  |   | ·  |  |  |  |
|   |   | Tab  | le I - No                                    | n-Deriv   | vative  | Sec  | curiti | es Ac | quired,                               | Dis  | posed (            | of, or   | Bene                       | eficial   | ly Owne   | ed  |   |  |  |  |  |
| 1. Title of Security (Instr. 3)                             |   | 2. Transaction<br>Date<br>(Month/Day/Year) |  | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year)             |   | Code (Instr.   |        |       |                                       |      | (A) or<br>3, 4 and |  | ies<br>cially<br>Following | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4)       | t Ir<br>ect B   | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership   |   |  |  |  |  |
|   |   |  |  |   |   |  |        |       | Code                                  | v    | Amount (A) or (D)  |  | Price                      | Report<br>Transa<br>(Instr. 3   | ction(s)  |   |   | (Instr. 4)   |  |  |  |
| Common Stock (Deferred Stock Units)                         |   |  | 06/30  | 0/2013  |   |  |        | A     |                                       | 796  |                    | A  | \$31.3                     | 9 15  | 15,146 <sup>(1)</sup>   |   | E<br>I<br>I<br>S  | By<br>Exelon<br>Directors'<br>Deferred<br>Stock<br>Unit Plan |  |  |  |
| Common  | Stock   |  |  |   |   |  |        |       |                                       |      |                    |  |                            |   | 2,  | 607(2)  | D   |  |  |  |  |
| Common Stock  |   |  |  |   |   |  |        |       |                                       |      |                    |  |                            |   | 2   | ,126  | I   | f  | Held by<br>amily<br>rusts  |  |  |
|   |   | Т  |  |   |   |  |        |       | uired, D<br>, optior                  |      |                    |  |                            |   | Owned   |   | ,   |  |  |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)         | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deem<br>Execution<br>if any<br>(Month/Da | n Date,   | 4.<br>Transa<br>Code (<br>8)                                |  |        |       | 6. Date Ex<br>Expiration<br>(Month/Da | Date |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Secu<br>(Instr. 3 and 4) |                            |   | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)                               | 9. Number<br>derivative<br>Securities<br>Beneficial<br>Owned<br>Following<br>Reported<br>Transactio<br>(Instr. 4) | Ownersh<br>Form:<br>y Direct (D<br>or Indire<br>(I) (Instr. | (D)  | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |  |
|   |   |  |  |   | Code  | v  | (A)    |       | Date<br>Exercisabl                    |      | kpiration<br>ate   | Title  | Or<br>No<br>of             | ımber   |   |   |   |  |  |  |  |
| Deferred<br>Comp.<br>Phantom<br>Shares                      | (3)   | 06/28/2013                                 |  |   | A   |  | 915    |       | (3)                                   |      | (3)                | Commo  |                            | 915   | \$30.88   | 17,814 <sup>(</sup>   | 4) г  |  |  |  |  |

## **Explanation of Responses:**

- 1. Balance includes 140 shares acquired on June 10, 2013 through automatic dividend reinvestment.
- 2. Balance includes 25 shares acquired on June 10, 2013 through automatic dividend reinvestment.
- 3. 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.
- 4. Balance includes 165 shares acquired on June 10, 2013 through automatic dividend reinvestment.

## Remarks:

Scott N. Peters, Esq., Attorney in Fact for Stephen D. Stein

07/01/2013

\*\* 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.

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