SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ 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*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
ROWE JOHN W	EXELON CORP [EXC]	Director ___ 10% Owner ___
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X Officer (give title below) ___ Other (specify below) ___
10 SOUTH DEARBORN STREET	02/12/2007	Chairman, President and CEO
37TH FLOOR	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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	02/12/2007		M		48,125[1]	A	$33.94	291,707[2]	D	
Common Stock	02/12/2007		S		1,300[1]	D	$63.87	290,407	D	
Common Stock	02/12/2007		S		400	D	$63.88	290,007	D	
Common Stock	02/12/2007		S		500	D	$63.89	289,507	D	
Common Stock	02/12/2007		S		3,200	D	$63.9	286,307	D	
Common Stock	02/12/2007		S		5,800	D	$63.91	280,507	D	
Common Stock	02/12/2007		S		4,800	D	$63.92	275,707	D	
Common Stock	02/12/2007		S		2,600	D	$63.93	273,107	D	
Common Stock	02/12/2007		S		2,300	D	$63.94	270,807	D	
Common Stock	02/12/2007		S		3,400	D	$63.95	267,407	D	
Common Stock	02/12/2007		S		1,400	D	$63.96	266,007	D	
Common Stock	02/12/2007		S		1,200	D	$63.97	264,807	D	
Common Stock	02/12/2007		S		2,600	D	$63.98	262,207	D	
Common Stock	02/12/2007		S		3,200	D	$63.99	259,007	D	
Common Stock	02/12/2007		S		4,200	D	$64	254,807	D	
Common Stock	02/12/2007		S		3,376	D	$64.01	251,431	D	
Common Stock	02/12/2007		S		700	D	$64.02	250,731	D	
Common Stock	02/12/2007		S		300	D	$63.98	250,431	D	
Common Stock (Deferred Shares)								280,514	I	By Stock Deferral Plan
Common Stock (401k Shares)								5,848[3]	D	
Common Stock								3,500	I	Held By Spouse

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, 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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	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)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, 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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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				
NQ Stock Options 01/02/2001	$33.94	02/12/2007		M(1)			48,125	(4)	(4)	Common Stock	48,125	(4)	96,194	D	

Explanation of Responses:

1. Exercise and all reported sales made pursuant to a rule 10b5-1 trading plan entered into on February 25, 2005. Shares were sold through small lots which are reported as individual sales on this form.

2. Balance includes 3,618 shares held in the Employee Stock Purchase Plan.

3. Shares held as of 01/31/2007 in a multi-fund 401(k) Plan to be settled in 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. Non qualified employee stock options, awarded pursuant to the Exelon Long Term Incentive Plan. Options vest in 1/3 increments on each of the first three anniversaries of the grant date, referenced in column one, and expire on the tenth anniversay of the grant date.

Remarks:

Scott N. Peters, Attorney in Fact for John W. Rowe   02/14/2007

** 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.