SEC Form 4

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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FORM 4

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

1. Name and Address of Reporting Person*					2. Issuer Name and Ticker or Trading Symbol <u>EXELON Corp</u> [EXC]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Crane Christopher M.					The second secon								X	Officer (a	ive title	10% Owner		
(Last)(First)(Middle)10 SOUTH DEARBORN STREET54TH FLOOR						3. Date of Earliest Transaction (Month/Day/Year) 02/04/2019								Officer (give title Other (specify below) below) President and CEO				pecity
(Street) CHICAGO IL 60603					4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Indi X	ridual or Joint/Group Filing (Check Applicable I Form filed by One Reporting Person Form filed by More than One Reporting Per				
(City) (State) (Zip)																		
		Т	able I - No	n-Deriv	ative	e S	ecuritie	es Acq	1	Dis	oosed of,	or Bene	ficially (1		
1. Title of Security (Instr. 3)			2. Transa Date (Month/D			2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Disposed Of	Acquired ((D) (Instr. 3	A) or 8, 4 and 5)	nd 5) 5. Amount Securities Beneficial 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	Transactio (Instr. 3 an				instr. 4)
Common Stock				02/04/2019				М		532,340	Α	(1)	852,912		D			
Common Stock				02/04/2019				F		244,469	D	\$47.34	608,443		D			
Common Stock			02/04	02/04/2019				D		224,802	D	\$47.34	383,	540	D			
Common Stock														28,500		I t		Held by trust for benefit of son
Common Stock													28,500		I I		Held by trust for benefit of daughter	
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 Da if any (Month/Day/N	tte, 4. Trai Cod	ansaction ode (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exer Expiration D (Month/Day)		cisable and ate	7. Title and Amou of Securities Underlying Derivative Securit (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numb derivativ Securiti Benefici Owned Followir Reporte	ve ies ially ng	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Cod	de V		(A)	(D)	Date Exerc	isable	Expiration Date	Title	Amount or Number of Shares		Transac (Instr. 4)	tion(s)		
Restricted Stock Units 2016	\$0	02/04/2019		М				45,382	(2	2)	(2)	Common Stock	45,382	(2)	0	0 D		
Restricted Stock Units 2017	\$0	02/04/2019		М				33,909		(2) (2) Common Stock		33,909	(2)	33,914		D		
Restricted Stock Units 2018	\$0	02/04/2019		М	29		29,949	(2)		(2)	Common Stock	29,949	(2) 59,90		000	D		
Restricted Stock Units 2019	\$0	02/04/2019	2019 A			76,680		(2)		(2)	Common Stock	76,680	(2) 76,680		680	D		
Performance																		T

Explanation of Responses:

\$<mark>0</mark>

\$<mark>0</mark>

02/04/2019

02/04/2019

1. Common shares acquired through conversion of previously awarded and vested restricted stock units (RSUs) and performance share (stock units) under the Exelon Long Term Incentive Plan.

423,100

423,100

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2. Restricted stock unit (RSUs) award 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 dates of the Committee's January or February meetings held in the first, second, and third years after the grant date. Each RSU represents the right to receive one share of Exelon common stock. Awards accrue additional RSUs acquired through quarterly dividend reinvestment that vest on the same schedule as the underlying award.

(3)

(3)

3. Performance share (stock unit) award granted pursuant to the Exelon Long Term Incentive Plan for the three-year performance period of January 1, 2016 to December 31, 2018, based on the Compensation and Leadership Development Committee's determination of performance achieved for the period. Each performance share (stock unit) represents the right to receive one share or the economic equivalent value of one share of Exelon common stock. Performance share (stock units) awards vest immediately upon grant date.

Shares

2016-2018 (stock units)

Performance Shares 2016-2018

(stock units)

(3)

(3)

423,100

0

D

D

Common

Stock

Common Stock 423.100

423,100

(3)

(3)

** Signature of Reporting Person Date

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.

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.