FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington,	D.C.	20549	
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Check this box if no longer subject to Section 16. Form 4 or Form 5	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
obligations may continue. See	
Instruction 1(b).	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden 0.5 hours per response:

	. ,				or Sec	tion 30(h) of the	Invest	ment Co	mpany A	ct of 1	1940						•
Name and Address of Reporting Person*     MCHUGH JAMES					2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>EXELON CORP</u> [ EXC ]							ieck all appli Directi	cable) or	ng Person(s) to Issi 10% Ow			
	Last) (First) (Middle) 10 S. DEARBORN STREET 54TH FLOOR				3. Date of Earliest Transaction (Month/Day/Year) 12/15/2021							X Officer (give title below) Other (specify below)  EVP & Chief Commercial Officer					
(Street) CHICAC			60603 (Zip)		4. If Amendment, Date of Original Filed (Month/Day/Year)					Lin	Individual or Joint/Group Filing (Check Applicable le)  X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)				n-Deriva	ative So	ecurities A	cauire	ed Die	nosed	of	or Ben	eficial	ly Owne				
Table I - Non-Deriva  1. Title of Security (Instr. 3)  2. Transa Date (Month/D			ction 2A. Deemed Execution Date,			3. Transaction Code (Instr. 5)			(A) or 3, 4 and	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)			
							Co	ode V	Amour	nt	(A) 01 (D)	Price	(Instr. 3				
		Т				curities Acc ls, warrant							Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Pate Execution Date, Trans		Transactio Code (Inst		rivative (Month/Day/Year) curities quired or spoosed (D)			An Se Un De	Title and nount of curities derlying rivative S str. 3 and		8. Price of Derivative Security (Instr. 5)			10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

## **Explanation of Responses:**

(1)

Deferred

Phantom

1. 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 company for any reason. Units will be settled in cash. Units are acquired through regular periodic contributions, company matching contributions and the reinvestment of dividend equivalents. The balance of phantom share equivalents may fluctuate due to periodic changes in the fund composition.

Date

Exercisable

(1)

and 5)

(A) (D)

40

Elizabeth M. Hensen, Attorney-in-Fact for James **McHugh** 

Amount

Shares

40

\$54.69

12/16/2021

2,213(1)

D

Expiration Date

(1)

Title

Commo

Stock

\*\* 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).

12/15/2021

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Code

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.