X

(Last)

(Street)

(City)

CHICAGO

54TH FLOOR

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

[	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See
	Instruction 1(b).

1. Name and Address of Reporting Person\*

**10 SOUTH DEARBORN STREET** 

IL.

(State)

(First)

(Middle)

60603

(Zip)

**GRECO ROSEMARIE B** 

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to S or Section

12/31/2012

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average b	ourden								

pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940		liours		0.5
2. Issuer Name and Ticker or Trading Symbol <u>EXELON CORP</u> [ EXC ]		tionship of Reportin all applicable)	g Person(s) to Issuer	
		Director	10% Owner	
	J	Officer (give title	Other (specify	, I
3. Date of Earliest Transaction (Month/Day/Year)	1	below)	below)	

6. Individual or Joint/Group Filing (Check Applicable Line) Х Form filed by One Reporting Person Form filed by More than One Reporting Person

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

4. If Amendment, Date of Original Filed (Month/Day/Year)

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	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	Transaction(s) (Instr. 3 and 4)		(1150.4)	
Common Stock (Deferred Stock Units)	12/31/2012		А		841	A	\$29.73	23,405(1)	Ι	By Exelon Directors' Deferred Stock Unit Plan	
Common Stock								2,000	D		

#### 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. Transa Code (	ction	5. Number of		Expiration Date		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				
Deferred Comp. Phantom Shares	(2)							(2)	(2)	Common Stock	5,655		5,655 <sup>(3)</sup>	D	

**Explanation of Responses:** 

1. Balance includes 392 shares acquired on 12/10/2012 through automatic dividend reinvestment.

2. Phantom shares held in a multi-fund deferred compensation account to be settled for cash on a 1:1 basis upon the reporting person's termination of employment for any reason. Shares are acquired through regular periodic contributions and the reinvestment of dividend equivalents.

3. Balance includes 98 shares acquired on 12/10/2012 through automatic dividend reinvestment.

### **Remarks:**

Scott N. Peters, Esq., Attorney 01/02/2013

in Fact for Rosemarie B. Greco

\*\* 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.