

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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* <u>Cornew Kenneth W.</u> (Last) (First) (Middle) <u>10 SOUTH DEARBORN STREET</u> <u>54TH FLOOR</u> (Street) <u>CHICAGO IL 60603</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>EXELON CORP [EXC]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President & CEO; Constellation</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/28/2013</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year) _____	

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	01/28/2013		M		14,437	A	\$31.18	33,206 ⁽¹⁾	D	
Common Stock	01/28/2013		F		5,509 ⁽²⁾	D	\$31.18	27,697	D	
Common Stock	01/28/2013		D		4,464 ⁽³⁾	D	\$31.18	23,233	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. 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
Performance Shares - Stock Units	(4)	01/28/2013		A		32,500		(4)	(4)	Common Stock	32,500	\$31.18	36,103	D	
Performance Shares - Stock Units	(4)	01/28/2013		M		14,437		(4)	(4)	Common Stock	14,437	\$31.18	21,666	D	
Restricted Stock Unit Award 01/28/2013	(5)	01/28/2013		A		24,100		(5)	(5)	Common stock	24,100	\$31.18	24,100	D	
Restricted Stock Units 01/28/2013	(6)	01/28/2013		A		30,000		(6)	(6)	Common stock	30,000	\$31.18	30,000	D	

Explanation of Responses:

- Balance includes 232 shares acquired on 3/9/2012; 67 shares on 4/11/2012; 179 shares on 6/8/2012; 264 shares on 9/10/2012; and 328 shares on 12/10/2012 through automatic dividend reinvestment.
- Shares withheld by the Issuer for reporting person's tax obligation.
- Shares settled in cash on a 1 for 1 basis.
- Performance Shares awarded pursuant to the Exelon Long Term Incentive Plan. 1/3 of the shares awarded vest immediately upon receipt. The remaining shares vest in 1/3 increments on each of the first and second anniversaries of the grant date. Under certain circumstances some or all of the vested shares may be settled in cash on a 1 for 1 basis based on the cash value of the underlying stock on the date of vesting.
- Restricted stock unit award made pursuant to the Exelon Long Term Incentive Plan. 1/3 of the shares awarded will vest upon the first, second and third anniversary date that is referenced in column 1.
- Restricted stock units awarded pursuant to the Exelon Long Term Incentive Plan. 100% of the units will vest on the 5th anniversary date of the award referenced in Column 1.

Remarks:

Scott N. Peters, Attorney in Fact 01/29/2013
for Kenneth W. Cornew

** 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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