

Cornew Kenneth W.
Form 4
April 29, 2010

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Cornew Kenneth W.

2. Issuer Name and Ticker or Trading Symbol
EXELON CORP [EXC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
10 SOUTH DEARBORN STREET, 54TH FLOOR
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/01/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior Vice President

CHICAGO, IL 60603

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 04/01/2010 | | M | (A) or (D) 4,000 (1) | \$ 44.28 17,017 (2) | D | |
| Common Stock | 04/01/2010 | | F | 1,440 (3) | \$ 44.28 15,576 | D | |
| Common Stock | | | | | 5,604 (4) | I | Held by immediate family |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

displays a currently valid OMB control number.

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 Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Performance Shares - Stock Units | (6) | | | | | (6) (6) | Common Stock | 7,343 |
| Restricted Stock Units 08-01-2008 | (6) | | | | | (6) (6) | Common Stock | 5,000 |
| Restricted Stock Units 04-01-2005 | \$ 44.28 | 04/01/2010 | | M | 4,000 | (1) (1) | Common Stock | 4,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Cornew Kenneth W.
10 SOUTH DEARBORN STREET
54TH FLOOR
CHICAGO, IL 60603

Senior Vice President

Signatures

Scott N. Peters, Attorney in Fact for Kenneth W. Cornew

04/28/2010

**Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) Restricted stock units granted under the issuer's Long Term Incentive Plan. Restricted stock units are settled on a 1 for 1 basis for shares of Exelon common stock. 100% of the shares vested on 04/01/2010.

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- (2) Balance includes 146 shares acquired on 03/10/2010 through dividend reinvestment.
- (3) Shares withheld by the Issuer for reporting person's tax obligation.
- (4) Balance includes 64 shares acquired on 03/10/2010 through dividend reinvestment.
- (5) Balance includes 84 shares acquired on 03/10/2010 through the automatic dividend reinvestment feature of Exelon plans.
- (6) Restricted stock units granted under the issuer's Long Term Incentive Plan. Restricted stock units are settled on a 1 for 1 basis for shares of Exelon common stock. 100% of the shares will vest on 08/01/2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.