

CLARK FRANK M  
Form 4  
February 20, 2008

**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 \*  
CLARK FRANK M

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)

3. Date of Earliest Transaction (Month/Day/Year)  
02/19/2008

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

Chairman and CEO of ComEd

10 SOUTH DEARBORN STREET, 54TH FLOOR

(Street)

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

CHICAGO, IL 60603

(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)
			Code	V Amount (A) or (D) Price			
Common Stock	02/19/2008		M	13,500 (1) A \$ 32.54	44,190 (2)	D	
Common Stock	02/19/2008		S	200 (1) D \$ 78.87	43,990	D	
Common Stock	02/19/2008		S	200 D \$ 78.88	43,790	D	
Common Stock	02/19/2008		S	700 D \$ 78.89	43,090	D	
Common Stock	02/19/2008		S	200 D \$ 78.91	42,890	D	

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Common Stock	02/19/2008	S	200	D	\$ 78.93	42,690	D
Common Stock	02/19/2008	S	100	D	\$ 78.95	42,590	D
Common Stock	02/19/2008	S	400	D	\$ 78.96	42,190	D
Common Stock	02/19/2008	S	800	D	\$ 78.97	41,390	D
Common Stock	02/19/2008	S	200	D	\$ 78.98	41,190	D
Common Stock	02/19/2008	S	100	D	\$ 78.99	41,090	D
Common Stock	02/19/2008	S	500	D	\$ 79	40,590	D
Common Stock	02/19/2008	S	200	D	\$ 79.03	40,390	D
Common Stock	02/19/2008	S	200	D	\$ 79.04	40,190	D
Common Stock	02/19/2008	S	200	D	\$ 79.05	39,990	D
Common Stock	02/19/2008	S	400	D	\$ 79.08	39,590	D
Common Stock	02/19/2008	S	300	D	\$ 79.1	39,290	D
Common Stock	02/19/2008	S	200	D	\$ 79.11	39,090	D
Common Stock	02/19/2008	S	500	D	\$ 79.13	38,590	D
Common Stock	02/19/2008	S	400	D	\$ 79.14	38,190	D
Common Stock	02/19/2008	S	800	D	\$ 79.18	37,390	D
Common Stock	02/19/2008	S	800	D	\$ 79.19	36,590	D
Common Stock	02/19/2008	S	200	D	\$ 79.21	36,390	D
Common Stock	02/19/2008	S	200	D	\$ 79.24	36,190	D
Common Stock	02/19/2008	S	300	D	\$ 79.26	35,890	D
	02/19/2008	S	400	D		35,490	D

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Common Stock \$ 79.29  
 Common Stock 02/19/2008 S 100 D \$ 79.3 35,390 D

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

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**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
NQ Stock Options 01/26/2004	\$ 32.54	02/19/2008		A	13,500	(3) (3)	Common Stock	13,500

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

CLARK FRANK M  
 10 SOUTH DEARBORN STREET  
 54TH FLOOR  
 CHICAGO, IL 60603

Chairman and CEO of ComEd

## Signatures

Scott N. Peters, Attorney in Fact for Frank M. Clark

02/20/2008

\*\*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)

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Exercise and all reported sales made pursuant to a rule 10b5-1 trading plan entered into on September 13, 2007. Shares were sold through small lots which are reported as individual sales on this form and on other Form 4's being filed simultaneously because the EDGAR system will only accept 30 transactions on a single form.

- (2) Balance includes 5,000 restricted shares.
- (3) Non qualified employee stock options, awarded pursuant to the Exelon Long Term Incentive Plan. Options vest in 1/4 increments on each of the first four anniversaries of the grant date, referenced in column one, and expire on the tenth anniversary of the grant date.

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.