

CLARK FRANK M
Form 4
February 20, 2008

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).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
CLARK FRANK M

(Last) (First) (Middle)

10 SOUTH DEARBORN
STREET, 54TH FLOOR

(Street)

CHICAGO, IL 60603

(City) (State) (Zip)

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

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

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)

Chairman and CEO of ComEd

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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

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	02/19/2008		M	(A) or (D) Amount 13,500 (1) Price \$ 32.54	44,190 (2)	D	
Common Stock	02/19/2008		S	(A) or (D) Amount 200 (1) Price \$ 78.87	43,990	D	
Common Stock	02/19/2008		S	(A) or (D) Amount 200 Price \$ 78.88	43,790	D	
Common Stock	02/19/2008		S	(A) or (D) Amount 700 Price \$ 78.89	43,090	D	
Common Stock	02/19/2008		S	(A) or (D) Amount 200 Price \$ 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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(9-02)

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			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
NQ Stock Options 01/26/2004	\$ 32.54	02/19/2008		A		13,500		<u>(3)</u>	<u>(3)</u>	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.

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