EXELON CORP Form 4 January 03, 2007

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. See Instruction 1(b).

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)

Units)

Stock

Common

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading THOMAS RICHARD L Issuer Symbol EXELON CORP [EXC] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction X_ Director (Month/Day/Year) 10% Owner Officer (give title Other (specify 10 SOUTH DEARBORN 12/31/2006 below) STREET, 37TH FLOOR (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting CHICAGO, IL 60603 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 5. Amount of 7. Nature of 3. 4. Securities Acquired Transaction(A) or Disposed of (D) Security (Month/Day/Year) Execution Date, if Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Direct Beneficial (Month/Day/Year) (Instr. 8) Owned (D) or Ownership Following Indirect (I) (Instr. 4) Reported (Instr. 4) (A) Transaction(s) or (Instr. 3 and 4) (D) Code V Amount Price Common By Exelon Stock Directors' $10,378 \frac{(1)}{2}$ (Deferred 12/31/2006 243 Ι Deferred Α Stock Stock Unit Units) Plan By Unicom Common Stock Directors' (Deferred 8,694 (2) Ι Deferred Stock Stock Unit

Plan

 $22,533 \frac{(3)}{}$

D

OMB APPROVAL

3235-0287

January 31,

2005

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Number:

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

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SEC 1474 (9-02)

8. P Der Sec (Ins

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title and A	Amount of	8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onNumber	Expiration D	ate	Underlying S	Securities	Γ
Security	or Exercise		any	Code	of	(Month/Day/	Year)	(Instr. 3 and	4)	S
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e				(
	Derivative				Securities					
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Compensation								Common		
- Phantom	<u>(4)</u>					<u>(4)</u>	<u>(4)</u>	Stock	<u>(4)</u>	
Shares										

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
THOMAS RICHARD L 10 SOUTH DEARBORN STREET 37TH FLOOR CHICAGO, IL 60603	X						

Signatures

Scott N. Peters, Attorney in Fact for Richard L.
Thomas

**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) Balance also includes 65 shares acquired on 12/11/2006 through the automatic dividend reinvestment feature of Exelon plans.
- (2) Balance also includes 56 shares acquired on 12/11/2006 through the automatic dividend reinvestment feature of Exelon plans.

Reporting Owners 2

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- (3) Balance also includes 145 shares acquired on 12/11/2006 through the automatic dividend reinvestment feature of Exelon plans.
 - 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
- (4) termination of employment for any reason. Shares are acquired through regular periodic contributions and the reinvestment of dividend equivalents.
- (5) Balance also includes 62 shares acquired on 12/11/2006 through the automatic dividend reinvestment feature of Exelon plans.

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.