

EXELON CORP  
Form 8-K  
September 24, 2018

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934  
September 24, 2018  
Date of Report (Date of earliest event  
reported)

| Commission<br>File Number | Exact Name of<br>Registrant as<br>Specified in Its<br>Charter; State of<br>Incorporation;<br>Address of<br>Principal<br>Executive<br>Offices; and<br>Telephone<br>Number | IRS Employer<br>Identification<br>Number |
|---------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------|
| 1-16169                   | EXELON<br>CORPORATION<br>(a Pennsylvania<br>corporation)<br>10 South<br>Dearborn Street<br>P.O. Box 805379<br>Chicago, Illinois<br>60680-5379<br>(800) 483-3220          | 23-2990190                               |

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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Section 5 - Corporate Governance and Management

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On September 24, 2018, the board of directors of Exelon Corporation (“Exelon”) increased the size of the board to fourteen (14) and elected Ms. Laurie Brlas as a director, effective as of October 1, 2018 to serve until the 2019 annual meeting of shareholders. The Exelon board has not yet determined which committees Ms. Brlas will be appointed to serve on. Ms. Brlas will receive Exelon’s standard compensation for its directors as disclosed in its proxy statement.

Section 9 - Financial Statements and Exhibits

Item 9.01. Financial Statements and Exhibits

(d) Exhibits.

Exhibit No. Description

99.1            Press Release

\* \* \* \* \*

This report contains certain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 that are subject to risks and uncertainties. The factors that could cause actual results to differ materially from the forward-looking statements made by Exelon include those factors discussed herein, as well as the items discussed in (1) Exelon’s 2017 Annual Report on Form 10-K in (a) Item 1A - Risk Factors, (b) Item 7 - Management’s Discussion and Analysis of Financial Condition and Results of Operations, and (c) Item 8 - Financial Statements and Supplementary Data: Note 23, Commitments and Contingencies; (2) Exelon's Second Quarter 2018 Quarterly Report on Form 10-Q in (a) Part II, Other Information, Item 1A - Risk Factors; (b) Part 1, Financial Information, Item 2 - Management’s Discussion and Analysis of Financial Condition and Results of Operations and (c) Part I, Financial Information, Item 1 - Financial Statements: Note 17, Commitments and Contingencies; and (3) other factors discussed in filings with the SEC by Exelon. Readers are cautioned not to place undue reliance on these forward-looking statements, which apply only as of the date of this report. Exelon does not undertake any obligation to publicly release any revision to its forward-looking statements to reflect events or circumstances after the date of this report.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

EXELON CORPORATION

/s/ KATHERINE SMITH

Katherine Smith

Associate General Counsel and Assistant Secretary

Exelon Corporation

September 24, 2018

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EXHIBIT INDEX

| Exhibit No. | Description          |
|-------------|----------------------|
| <u>99.1</u> | <u>Press Release</u> |