

Crane Christopher M.  
Form 5  
January 26, 2011

**FORM 5**

**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).  
Form 3 Holdings  
Reported  
Form 4  
Transactions  
Reported

**ANNUAL 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  
Number: 3235-0362  
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2005  
Estimated average  
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response... 1.0

1. Name and Address of Reporting Person \*  
Crane Christopher M.

(Last) (First) (Middle)

10 SOUTH DEARBORN  
STREET, 54TH FLOOR

(Street)

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

3. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
12/31/2010

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

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

6. Individual or Joint/Group Reporting

(check applicable line)

CHICAGO, IL 60603

(City) (State) (Zip)

\_\_\_\_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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned at end<br>of Issuer's<br>Fiscal Year<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | Â                                       | Â                                                           | Â                                       | Â Â Â Â Â<br>Amount (D) Price                                              | 33,583 (1)                                                                                                   | D                                                                    | Â                                                                 |

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

**Persons who respond to the collection of information  
contained in this form are not required to respond unless  
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SEC 2270  
(9-02)

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

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5.<br>Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    |                 | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. D<br>S<br>(I |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|--------------------|-----------------|---------------------------------------------------------------------|-----------------|
|                                                     |                                                                       |                                         |                                                             |                                         | (A) (D)                                                                                                               | Date<br>Exercisable                                            | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of Shares                                 |                 |
| Performance<br>Shares -<br>Stock Units              | Â                                                                     | Â                                       | Â                                                           | Â                                       | Â Â                                                                                                                   | Â (2)                                                          | Â (2)              | Common<br>Stock | 22,999                                                              |                 |
| Restricted<br>Stock Units<br>09/03/2007             | Â                                                                     | Â                                       | Â                                                           | Â                                       | Â Â                                                                                                                   | Â (4)                                                          | Â (4)              | Common<br>Stock | 15,000                                                              |                 |
| Restricted<br>Stock Units<br>08/01/2008             | Â                                                                     | Â                                       | Â                                                           | Â                                       | Â Â                                                                                                                   | Â (5)                                                          | Â (5)              | Common<br>Stock | 15,000                                                              |                 |
| Deferred<br>Comp.<br>Phantom<br>Shares              | Â                                                                     | Â                                       | Â                                                           | Â                                       | Â Â                                                                                                                   | Â (6)                                                          | Â (6)              | Common<br>Stock | 1,940                                                               |                 |
| NQ Stock<br>Options<br>01/26/2004                   | \$ 32.54                                                              | Â                                       | Â                                                           | Â                                       | Â Â                                                                                                                   | Â (7)                                                          | Â (7)              | Common<br>Stock | 13,500                                                              |                 |
| NQ Stock<br>Options<br>01/24/2005                   | \$ 42.85                                                              | Â                                       | Â                                                           | Â                                       | Â Â                                                                                                                   | Â (7)                                                          | Â (7)              | Common<br>Stock | 18,000                                                              |                 |
| NQ Stock<br>Options<br>01/23/2006                   | \$ 58.55                                                              | Â                                       | Â                                                           | Â                                       | Â Â                                                                                                                   | Â (7)                                                          | Â (7)              | Common<br>Stock | 22,500                                                              |                 |
| NQ Stock<br>Options<br>01/22/2007                   | \$ 59.96                                                              | Â                                       | Â                                                           | Â                                       | Â Â                                                                                                                   | Â (7)                                                          | Â (7)              | Common<br>Stock | 35,000                                                              |                 |
| NQ Stock<br>Options<br>01/28/2008                   | \$ 73.29                                                              | Â                                       | Â                                                           | Â                                       | Â Â                                                                                                                   | Â (7)                                                          | Â (7)              | Common<br>Stock | 28,000                                                              |                 |
| NQ Stock<br>Options<br>01/26/2009                   | \$ 56.51                                                              | Â                                       | Â                                                           | Â                                       | Â Â                                                                                                                   | Â (7)                                                          | Â (7)              | Common<br>Stock | 49,000                                                              |                 |
| NQ Stock                                            | \$ 46.09                                                              | Â                                       | Â                                                           | Â                                       | Â Â                                                                                                                   | Â (7)                                                          | Â (7)              | Common          | 53,000                                                              |                 |

Options  
01/25/2010

Stock

## Reporting Owners

| Reporting Owner Name / Address                                                      | Relationships |           |             |       |
|-------------------------------------------------------------------------------------|---------------|-----------|-------------|-------|
|                                                                                     | Director      | 10% Owner | Officer     | Other |
| Crane Christopher M.<br>10 SOUTH DEARBORN STREET<br>54TH FLOOR<br>CHICAGO, IL 60603 | Â             | Â         | Â President | Â     |

## Signatures

Christopher M.                      01/21/2011  
Crane

\_\_Signature of                      Date  
Reporting Person

## 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 includes the following shares acquired through the automatic dividend reinvestment feature of Exelon plans: 363 shares on 3/10/2010; 425 shares on 6/10/2010; 400 shares on 9/10/2010; and 428 shares on 12/10/2010.  
  
Performance Shares awarded pursuant to the Exelon Long Term Incentive Plan. 1/3 of the shares awarded vested immediately upon receipt. The remaining shares vest in 1/3 increments on each of the first and second anniversaries of the grant date. Under certain circumstances some or all of the vested shares may be settled in cash on a 1 for 1 basis based on the cash value of the underlying stock on the date of vesting.
- (2)
- (3) Balance includes the following shares acquired through the automatic dividend reinvestment feature of Exelon plans: 255 shares on 3/10/2010; 290 shares on 6/10/2010; 275 shares on 9/10/2010; and 298 shares on 12/10/2010.
- (4) Restricted stock units granted under the Issuer's Long Term Incentive Plan. Restricted stock units may be settled on a 1 for 1 basis in shares of Exelon common stock. 100% of the shares will vest on 09/03/2011.
- (5) Restricted stock units granted under the Issuer's Long Term Incentive Plan. Restricted stock units may be settled on a 1 for 1 basis in shares of Exelon common stock. 100% of the shares will vest on 08/01/2013.  
  
Phantom shares held in a multi-fund deferred compensation plan to be settled for cash upon the reporting person's termination of
- (6) employment for any reason on a 1:1 basis. Shares are acquired through regular periodic contributions, company matching contributions, and the automatic reinvestment of dividends.
- (7) 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 provided 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.