

O'Brien Denis P.  
Form 3  
September 10, 2007

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                         |  |
| Â O'Brien Denis P.                        |         | (Month/Day/Year)                     | EXELON CORP [EXC]  |  |
| (Last)                                    | (First) | (Middle)                             | 08/31/2007   |  |
| 10 SOUTH DEARBORN STREET, Â 54TH FLOOR    |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                           | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)                                  |         |                                      | (Check all applicable)   |  |
| CHICAGO, Â IL Â 60603                     |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      | (give title below) (specify below)   | <input type="checkbox"/> Form filed by More than One Reporting Person  |
|   |         |                                      | Executive VP   |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock                    | 29,151 <sup>(1)</sup> <sup>(2)</sup>                  | D  | Â   |
| Common Stock (Deferred Shares)  | 6,036   | I  | By the Stock Deferral Plan                            |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|------------------------------------|---------------------------------|---|
|--|--|---|------------------------------------|---------------------------------|---|

Edgar Filing: O'Brien Denis P. - Form 3

|                                  | Date Exercisable | Expiration Date | Title        | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) |   |
|----------------------------------|------------------|-----------------|--------------|----------------------------|---------------------|---|---|
| Performance Shares - Stock Units | Â (3)            | Â (3)           | Common Stock | 14,636                     | \$ (3)              | D   | Â |
| Deferred Comp. Phantom Shares    | Â (4)            | Â (4)           | Common Stock | 2,088                      | \$ (4)              | D   | Â |
| NQ Stock Options 02/29/2000      | Â (5)            | Â (5)           | Common Stock | 8,000                      | \$ 18.66            | D   | Â |
| NQ Stock Options 08/01/2000      | Â (5)            | Â (5)           | Common Stock | 9,000                      | \$ 21.91            | D   | Â |
| NQ Stock Options 01/27/2003      | Â (6)            | Â (6)           | Common Stock | 30,000                     | \$ 24.805           | D   | Â |
| NQ Stock Options 01/26/2004      | Â (6)            | Â (6)           | Common Stock | 30,000                     | \$ 32.54            | D   | Â |
| NQ Stock Options 01/24/2005      | Â (6)            | Â (6)           | Common Stock | 29,000                     | \$ 42.85            | D   | Â |
| NQ Stock Options 01/23/2006      | Â (6)            | Â (6)           | Common Stock | 20,000                     | \$ 58.55            | D   | Â |
| NQ Stock Options 01-22-2007      | Â (6)            | Â (6)           | Common Stock | 19,000                     | \$ 59.96            | D   | Â |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                |       |
|---|---------------|-----------|----------------|-------|
|   | Director      | 10% Owner | Officer        | Other |
| O'Brien Denis P.<br>10 SOUTH DEARBORN STREET<br>54TH FLOOR<br>CHICAGO, IL 60603 | Â             | Â         | Â Executive VP | Â     |

## Signatures

Scott N. Peters, Attorney in Fact for Denis P. O'Brien 09/10/2007

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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 5000 restricted shares.
- (2) Balance includes 1,405 shares previously acquired through the Employee Stock Purchase Plan.
- (3)

### Edgar Filing: O'Brien Denis P. - Form 3

Performance Shares awarded pursuant to the Exelon Long Term Incentive Plan. 1/3 of the shares awarded vest immediately upon receipt. The remaining shares vest in 1/3 increments on each of the first and second anniversaries of the award 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.

- (4) Phantom shares held in a multi-fund deferred compensation plan to be settled for cash upon the reporting person's termination of 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.
- (5) Non qualified employee stock options, awarded pursuant to the Exelon Long Term Incentive Plan. Options vest in 1/3 increments on each of the first three anniversaries of the grant date, referenced in column one, and expire on the tenth anniversary of the grant date.
- (6) 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.