

Cornew Kenneth W.
Form 5
January 26, 2011

FORM 5

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

OMB APPROVAL

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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

1. Name and Address of Reporting Person *
Cornew Kenneth W.

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Senior Vice President

(Last) (First) (Middle)

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

10 SOUTH DEARBORN STREET, 54TH FLOOR

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

CHICAGO, IL 60603

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock	^	^	^	^ ^ ^	13,637 ⁽¹⁾	D	^
Common Stock	^	^	^	^ ^ ^	3,225	I	Held by immediate family

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

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SEC 2270 (9-02)

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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. Amount or Number of Shares	
					(A)	(D)	Date Exercisable	Expiration Date	Title	
Performance Shares - Stock Units	Â	Â	Â	Â	Â	Â	Â (2)	Â (2)	Common Stock	7,629
Restricted Stock Units 08/01/2008	Â	Â	Â	Â	Â	Â	Â (4)	Â (4)	Common Stock	5,000
Restricted Stock Units 07/01/2010	Â	Â	Â	Â	Â	Â	Â (5)	Â (5)	Common Stock	10,000
Deferred Comp. Phantom Shares	Â	Â	Â	Â	Â	Â	Â (6)	Â (6)	Common Stock	128
NQ Stock Options 01/26/2004	\$ 32.54	Â	Â	Â	Â	Â	Â (7)	Â (7)	Common Stock	4,051
NQ Stock Options 01/24/2005	\$ 42.85	Â	Â	Â	Â	Â	Â (7)	Â (7)	Common Stock	5,550
NQ Stock Options 01/23/2006	\$ 58.55	Â	Â	Â	Â	Â	Â (7)	Â (7)	Common Stock	6,375
NQ Stock Options 01/22/2007	\$ 59.96	Â	Â	Â	Â	Â	Â (7)	Â (7)	Common Stock	8,500
NQ Stock Options 01/28/2008	\$ 73.29	Â	Â	Â	Â	Â	Â (7)	Â (7)	Common Stock	11,000
NQ Stock Options	\$ 56.51	Â	Â	Â	Â	Â	Â (7)	Â (7)	Common Stock	14,900

