Cornew Kenneth W.
Form 5
January 29, 2019

FORM 5

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

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
Expires:	January 31, 2005
Estimated average burden hours per response...	1.0

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

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

(Last) (First) (Middle)

10 SOUTH DEARBORN STREET,Â 54TH FLOOR

(Street)

CHICAGO,Â ILÂ 60603

(City) (State) (Zip)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director
_____ 10% Owner
__X__ Officer (give title below)
_____ Other (specify below)
Sr. EVP, Pres & CEO Generation

6. Individual or Joint/Group Reporting

(check applicable line)

_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 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)
				Amount	(A) or (D)	Price			
Common Stock	Â	Â	Â	Â	Â	Â	63,553	D	Â

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

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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)

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)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit Awards 2016	$ 0	Â	Â	Â	Â	Â	Â (1)	Â (1)	Common Stock	13,114
Restricted Stock Unit Awards 2017	$ 0	Â	Â	Â	Â	Â	Â (1)	Â (1)	Common Stock	19,600
Restricted Stock Unit Awards 2018	$ 0	Â	Â	Â	Â	Â	Â (1)	Â (1)	Common Stock	25,967
Deferred Compensation Equivalent Shares	$ 0	Â	Â	Â	Â	Â	Â (5)	Â (5)	Common Stock	1,751
NQ Stock Option (right to buy) 03/12/2012	$ 39.81	Â	Â	Â	Â	Â	Â (7)	Â (7)	Common Stock	70,000
NQ Stock Option (right to buy) 01/24/2011	$ 43.4	Â	Â	Â	Â	Â	Â (7)	Â (7)	Common Stock	26,000
NQ Stock Option (right to buy) 01/25/2010	$ 46.09	Â	Â	Â	Â	Â	Â (7)	Â (7)	Common Stock	13,300

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cornew Kenneth W. 10 SOUTH DEARBORN STREET 54TH FLOOR	Â	Â	Â Sr. EVP, Pres & CEO Generation	Â

CHICAGO,Â ILÂ 60603

Signatures

Katherine A. Smith, Attorney-in-Fact for Kenneth W. Cornew	01/29/2019
**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) Previously awarded restricted stock units (RSUs) granted pursuant to the Exelon Long Term Incentive Plan. RSUs are granted annually at the Compensation and Leadership Development committee's first meeting in January or February and vest in 1/3 increments on the date of the committee's first annual meeting in the first, second and third years after the award was granted. Award balances accrue addtional RSUs through quarterly dividend reinvestment that vest on the same schedule as the underlying award.

(2) Balance includes 423 shares acquired through quarterly dividend reinvestment during 2018.

(3) Balance includes 632 shares acquired through quarterly dividend reinvestment during 2018.

(4) Balance includes 837 shares acquired through quarterly dividend reinvestment during 2018.

(5) Phantom share equivalents representing units held in the Exelon stock fund in a multi-fund, non-qualified deferred compensation plan. The Exelon stock fund is a unitized fund that consists of Exelon common stock and short term investments. Units of the fund will be settled upon the reporting person's separation from the company for any reason. Units will be settled in cash. Units are acquired through regular periodic contributions, company matching contributions and the reinvestment of dividend equivalents. The balance of phantom share equivalents may fluctuate due to periodic changes in the fund composition.

(6) Balance includes 57 share equivalents accrued through quarterly dividend reinvestment during 2018.

(7) Non qualified employee stock options, awarded pursuant to the Exelon Long Term Incentive Plan. Options are fully vested and expire on the tenth anniversay 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.
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