

EXELON CORP
Form DEFA14A
April 18, 2011

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a)
of the Securities Exchange Act of 1934
(Amendment No.)

Filed by the Registrant Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

CONFIDENTIAL, FOR USE OF THE COMMISSION ONLY
(AS PERMITTED BY RULE 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

EXELON CORPORATION

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

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(5) Total fee paid:

.. Fee paid previously with preliminary materials.

.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

April 18, 2011

Dear Exelon Shareholder:

You recently received proxy materials in connection with the annual meeting of shareholders of Exelon Corporation (Exelon). According to our latest records, your **PROXY VOTE** for this meeting **HAS NOT YET BEEN RECEIVED**.

Please Vote Today.

Your Board of Directors recommends that you vote **FOR** each of the nominees to the Board, **FOR** the ratification of PricewaterhouseCoopers LLP as Exelon's independent auditors for the year 2011, **FOR** the advisory vote on the compensation of the named executive officers as disclosed in the proxy statement, and **One Year** as the preferred frequency for future advisory votes on executive compensation.

Due to a change in NYSE rules, stockbrokers, banks and other nominees who hold shares for you are no longer allowed to vote your shares in the election of directors or for the advisory votes on executive compensation unless they have received your specific voting instructions. Therefore, regardless of the number of shares you own, it is important they be represented and voted in accordance with your instructions at the annual meeting.

Your vote is important to us and we need your support.

Electronic voting is available for you. The voting process is quick, easy and free.

VOTE VIA THE INTERNET: You may cast your vote by logging into the Internet address located on the enclosed proxy form and following the instructions on the website.

VOTE BY TOUCHTONE PHONE: You may cast your vote by calling the toll-free number on the enclosed proxy form. Please follow the instructions on your proxy form to cast your vote.

VOTE BY MAIL: You may also cast your vote by mail. Simply sign, date and mail the enclosed proxy form in the postage-prepaid return envelope provided.

If you have any questions relating to the annual meeting or voting your shares, or if you need to request additional proxy materials, you may call our proxy solicitation advisors, Alliance Advisors, LLC, toll-free at 877-777-2338 between the hours of 8:00 a.m. and 10:00 p.m. Eastern Time, Monday through Friday.

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Even if you plan to attend the meeting, please vote your shares now so that your vote can be counted without delay.

Thank you in advance for your support and for acting promptly.

On behalf of your Board of Directors,

Bruce G. Wilson

Senior Vice President, Deputy General Counsel

and Corporate Secretary