

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

May 5, 2025

Date of Report (Date of earliest event reported)

Commission
File NumberName of Registrant; State or Other Jurisdiction of Incorporation; Address of Principal Executive Offices;
and Telephone Number

IRS Employer Identification Number

001-16169

EXELON CORPORATION
(a Pennsylvania corporation)
10 South Dearborn Street
P.O. Box 805379
Chicago, Illinois 60680-5379
(800) 483-3220

23-2990190

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class

Trading Symbol(s)

Name of each exchange on which registered

EXELON CORPORATION:

Common Stock, without par value

EXC

The Nasdaq Stock Market LLC

Indicate by check mark whether any of the registrants are emerging growth companies as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter). Emerging growth company ☐

If an emerging growth company, indicate by check mark if any of the registrants have elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 5.07. Submission of Matters to a Vote of Security Holders.

The Annual Meeting of Shareholders (the "Annual Meeting") of Exelon Corporation ("Exelon" or the "Company") was held on April 29, 2025. Shareholders of record as of March 3, 2025, were entitled to receive notice and vote at the Annual Meeting.

The following tables present the votes cast with respect to each item of business properly presented at the meeting.

1. Each of the nominees for election to the Board of Directors were elected based on the following votes:

DIRECTOR	FOR	%FOR	AGAINST	ABSTAIN	BROKER NON-VOTE
W. Paul Bowers	791,146,256	98.1%	15,553,467	1,467,224	71,018,389
Calvin G. Butler, Jr.	802,833,219	99.5%	3,921,833	1,411,895	71,018,389
Marjorie Rodgers Cheshire	762,388,245	94.5%	44,414,570	1,364,132	71,018,389
David DeWalt	804,286,869	99.7%	2,294,581	1,585,497	71,018,389
Linda Jojo	761,331,609	94.4%	45,373,748	1,461,590	71,018,389
Charisse Lillie	800,380,050	99.2%	6,291,245	1,495,652	71,018,389
Anna Richo	801,187,502	99.3%	5,532,044	1,447,401	71,018,389
Matthew Rogers	803,395,432	99.6%	3,318,499	1,453,016	71,018,389
Bryan Segedi	801,029,236	99.3%	5,757,916	1,379,795	71,018,389

2. The proposal to ratify the appointment of PricewaterhouseCoopers LLP as the Company's independent auditor for 2025 was approved based upon the following votes:

FOR	%FOR	AGAINST	ABSTAIN	BROKER NON-VOTE
788,872,447	89.9%	88,974,486	1,338,403	N/A

3. The proposal to approve, on an advisory basis, the compensation of the Company's named executive officers was approved based upon the following votes:

FOR	%FOR	AGAINST	ABSTAIN	BROKER NON-VOTE
716,582,788	89.8%	81,099,885	10,484,274	71,018,389

Item 9.01. Financial Statements and Exhibits.*(d) Exhibits.*

Exhibit No.	Description
101	Cover Page Interactive Data File - the cover page XBRL tags are embedded within the Inline XBRL document.
104	Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

EXELON CORPORATION

/s/ Colette D. Honorable

Colette D. Honorable

Executive Vice President, Chief Legal Officer and Corporate Secretary

May 5, 2025

EXHIBIT INDEX

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