

EXELON Corp
Form 8-K
May 03, 2019

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
April 30, 2019
Date of Report (Date of earliest event
reported)

| Commission File Number | Exact Name of Registrant as Specified in Its Charter; State of Incorporation; Address of Principal Executive Offices; and Telephone Number | IRS Employer Identification Number |
|---------------------------|--|--|
| 1-16169 | 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))

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Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CRR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has 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.

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 | New York and Chicago |
| Series A Junior Debt Subordinated Debentures | EXC22 | New York |

Section 5 - Corporate Governance and Management

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

On April 30, 2019, Exelon held its annual meeting of shareholders. The following tables present the final results of voting on each of the matters submitted to a vote of security holders during Exelon's annual meeting of shareholders:

1. Election of Directors.

| Director | FOR | AGAINST | ABSTAIN | BROKER | NON-VOTE |
|--------------|------------|-------------|-----------|------------|----------|
| Anthony | 24,847,338 | 5,914,720 | 1,893,102 | 94,783,576 | |
| Anderson | | | | | |
| Ann | 28,327,395 | 2,609,701 | 1,718,064 | 94,783,576 | |
| Berzin | | | | | |
| Laurie | 18,371,961 | 2,557,427 | 1,725,772 | 94,783,576 | |
| Bilas | | | | | |
| Christopher | 26,933,041 | 3,826,885 | 1,895,234 | 94,783,576 | |
| Crane | | | | | |
| Yves | | | | | |
| C | 13,321,233 | 17,400,357 | 1,933,570 | 94,783,576 | |
| de | | | | | |
| Balman | | | | | |
| Nicholas | 8,026,532 | 22,749,301 | 1,879,327 | 94,783,576 | |
| DeBenedictis | | | | | |
| Linda | 18,482,687 | 12,376,956 | 1,795,517 | 94,783,576 | |
| Jojo | | | | | |
| Paul | 18,861,313 | 11,901,411 | 1,892,436 | 94,783,576 | |
| Joskow | | | | | |
| Robert | 12,419,006 | 18,334,540 | 1,901,614 | 94,783,576 | |
| Lawless | | | | | |
| Richard | 25,679,689 | 5,063,588 | 1,911,883 | 94,783,576 | |
| Mies | | | | | |
| Mayo | | | | | |
| A | 2,323,618 | 21,963,496 | 8,368,046 | 94,783,576 | |
| Shaftuck | | | | | |
| III | | | | | |
| Stephen | 7,879,769 | 322,312,214 | 2,463,177 | 94,783,576 | |
| Steinour | | | | | |
| John | 28,390,584 | 2,393,347 | 1,871,229 | 94,783,576 | |
| Young | | | | | |

2. Ratification of PricewaterhouseCoopers LLP as Exelon's Independent Accountant for 2019.

| FOR | AGAINST | ABSTAIN |
|-------------|------------|-----------|
| 810,909,622 | 14,711,715 | 1,817,399 |

3. The advisory vote on Exelon's 2018 executive compensation.

FOR AGAINST ABSTAIN BROKER NON-VOTE
659,049,422 69,382,288 4,223,450 94,783,576

4. Shareholder proposal from Burn More Coal.

FOR AGAINST ABSTAIN BROKER NON-VOTE
11,855,060 712,497,110 8,302,990 94,783,576

SIGNATURES

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

EXELON CORPORATION

/s/ JOSEPH NIGRO

Joseph Nigro

Senior Executive Vice President and Chief Financial Officer

Exelon Corporation

May 3, 2019