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EXELON CORP  
Form U-12-IB  
December 21, 2001

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C.

Three-year period ending December 31, 2003.

FORM U-12(I)-B (THREE-YEAR STATEMENT)

Statement Pursuant to Section 12(i) of the Public Utility Holding Company Act of 1935, as Amended ("PUHCA"), and Rule 71 thereunder by a Person Regularly Employed or Retained by a Registered Holding Company or a Subsidiary Thereof and Whose Employment Contemplates only Routine Expenses as Specified in Rule 71(b)

1. Name and business address of person filing statement.

See attached Exhibit A.

2. Names and business addresses of any persons through whom the undersigned proposes to act in matters included within the exemption provided by paragraph (b) of Rule 71.

Not Applicable.

3. Registered holding company and subsidiary companies by which the undersigned is regularly employed or retained.

Exelon Corporation and its subsidiaries. (See Exhibits).

4. Position or relationship in which the undersigned is employed or retained by Exelon Corporation or its subsidiary companies, and brief description of nature of services to be rendered in that capacity.

See attached Exhibit B.

In such capacity, the undersigned may participate in presenting, advocating, or opposing matters before the legislative bodies, regulatory commissions and officials specified in Section 12 (i) of PUHCA, but the exact nature of such services or the relative time to be devoted thereto cannot presently be forecast with any degree of precision.

5. (a) Compensation received during the current year and estimated to be received over the next two calendar years by the undersigned, directly or indirectly, for services rendered by the undersigned, from each of the companies designated in item 3.

See attached Exhibit C.

A portion thereof may be attributable to activities within the scope of Section 12 (i). During the calendar years 2002 and 2003, it is estimated that

the undersigned will receive compensation comparable to that received in 2001, but the exact amount and basis of compensation cannot presently be forecast with

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any degree of precision.

(b) Basis for compensation if other than salary. See attached Exhibit C.

|               |                                  |
|---------------|----------------------------------|
| 12/04/2001    | /s/ David C. Brown               |
| -----<br>Date | -----<br>David C. Brown          |
| 12/04/2001    | /s/ Annie Caputo                 |
| -----<br>Date | -----<br>Annie Caputo            |
| 11/01/2001    | /s/ Frank M. Clark, Jr.          |
| -----<br>Date | -----<br>Frank M. Clark, Jr.     |
| 11/05/2001    | /s/ Ruth Ann M. Gillis           |
| -----<br>Date | -----<br>Ruth Ann M. Gillis      |
| 11/15/2001    | /s/ Gregory Golazeski            |
| -----<br>Date | -----<br>Gregory Golazeski       |
| 11/13/2001    | /s/ Oliver D. Kingsley, Jr.      |
| -----<br>Date | -----<br>Oliver D. Kingsley, Jr. |
| 11/15/2001    | /s/ Kenneth G. Lawrence          |
| -----<br>Date | -----<br>Kenneth G. Lawrence     |
| 11/01/2001    | /s/ Corbin A. McNeill, Jr.       |
| -----<br>Date | -----<br>Corbin A. McNeill, Jr.  |
| 11/19/2001    | /s/ Randall E. Mehrberg          |
| -----<br>Date | -----<br>Randall E. Mehrberg     |
| 11/07/2001    | /s/ Elizabeth A. Moler           |
| -----<br>Date | -----<br>Elizabeth A. Moler      |
| 11/15/2001    | /s/ Yolanda F. Pagano            |
| -----<br>Date | -----<br>Yolanda F. Pagano       |
| 11/01/2001    | /s/ Scott N. Peters              |
| -----<br>Date | -----<br>Scott N. Peters         |
| 12/07/2001    | /s/ Constance W. Reinhard        |
| -----<br>Date | -----<br>Constance W. Reinhard   |
| 10/29/2001    | /s/ John W. Rowe                 |
| -----<br>Date | -----<br>John W. Rowe            |

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|            |                       |
|------------|-----------------------|
| 10/30/2001 | /s/ Pamela B. Strobel |
| -----      | -----                 |
| Date       | Pamela B. Strobel     |
| 11/01/2001 | /s/ David W. Woods    |
| -----      | -----                 |
| Date       | David W. Woods        |

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Exhibit A

Names, positions, corporate affiliations and business addresses of individuals who may act during 2001, 2002 and 2003 in matters included within the exemption provided by paragraph (b) of Rule 71.

Exelon Business Services Company ("BSC")

| Name(s)  | Business Address   |
|--|--|
| David C. Brown<br>Annie Caputo<br>Elizabeth A. Moler   | 701 Pennsylvania Avenue, NW<br>Suite 115<br>Washington, D.C. 20004 |
| Ruth Ann M. Gillis<br>Corbin A. McNeill, Jr.<br>Randall E. Mehrberg<br>Scott N. Peters<br>Constance W. Reinhard<br>John W. Rowe<br>Pamela B. Strobel | 10 South Dearborn Street<br>Chicago, IL 60603                      |
| Gregory Golazeski  | 2301 Market St.<br>Philadelphia, PA 19101                          |
| Yolanda F. Pagano  | 300 Exelon Way, Suite 310<br>Kennett Square, PA 19348              |

Exelon Generation Company, LLC ("Genco")

| Names(s)                | Business Address                           |
|-------------------------|--|
| Oliver D. Kingsley, Jr. | 4300 Winfield Rd.<br>Warrenville, IL 60555 |
| David W. Woods          | 300 Exelon Way                             |

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Kennett Square, PA 19348

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Commonwealth Edison Company ("ComEd")  
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| Names(s)            | Business Address   |
|---------------------|--|
| Frank M. Clark, Jr. | One Financial Place<br>440 S. LaSalle - 33rd Fl<br>Chicago, IL 60605 |

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PECO Energy Company ("PECO")  
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| Names(s)            | Business Address                          |
|---------------------|---|
| Kenneth G. Lawrence | 2301 Market St.<br>Philadelphia, PA 19101 |

Exhibit B

Employer - Exelon Business Services Company

| Name                   | Position   |
|------------------------|--|
| David C. Brown         | Vice President, Congressional Affairs,<br>Exelon Corporation   |
| Annie Caputo           | Manager, Congressional Affairs,<br>Exelon Corporation  |
| Ruth Ann M. Gillis     | Senior Vice President & Chief Financial Officer,<br>Exelon Corporation   |
| Gregory Golazeski      | Associate General Counsel, Corporate & Commercial,<br>Exelon BSC   |
| Corbin A. McNeill, Jr. | Chairman and Co-Chief Executive Officer, Exelon<br>Corporation; Chairman and President, Exelon Generation                  |
| Randall E. Mehrberg    | Senior Vice President & General Counsel, Exelon<br>Corporation   |
| Elizabeth A. Moler     | Senior Vice President, Government Affairs & Policy,<br>Exelon Corporation  |
| Yolanda F. Pagano      | Director - Policy Coordination, Exelon BSC   |
| Scott N. Peters        | Assistant Secretary & SEC/PUHCA Counsel, Exelon BSC  |
| Constance W. Reinhard  | Assistant General Counsel, Regulatory, Exelon BSC  |
| John W. Rowe           | President and Co-Chief Executive Officer, Exelon<br>Corporation; Chairman Exelon Energy Delivery and<br>Exelon Enterprises |

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Pamela B. Strobel                      Executive Vice President, Exelon Corporation;  
 Vice Chair and Chief Executive Officer, Exelon Energy  
 Delivery; Chairman, ComEd and PECO

Exhibit B  
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Employer - Exelon Generation Company, LLC

Oliver D. Kingsley, Jr.    Executive Vice President, Exelon Corporation;  
 President & Chief Nuclear Officer, Exelon Nuclear

David W. Woods                      Senior Vice President, Communications & Public Affairs,  
 Exelon Corporation and Exelon Generation Company, LLC

Employer - Commonwealth Edison Company ("ComEd")

Frank M. Clark, Jr.              President, ComEd; Senior Vice President, Exelon  
 Energy Delivery

Employer - PECO Energy Company ("PECO")

Kenneth G. Lawrence              President, PECO; President & Chief Operating Officer,  
 Exelon Energy Delivery

Exhibit C

| Name of Recipient       | 2001 Base<br>Salary<br>(not to exceed) | Company from which<br>Received |
|-------------------------|--|--------------------------------|
| David C. Brown          | \$250,000                              | BSC                            |
| Annie Caputo            | \$250,000                              | BSC                            |
| Frank M. Clark, Jr.     | \$500,000                              | ComEd                          |
| Ruth Ann M. Gillis      | \$500,000                              | BSC                            |
| Gregory Golazeski       | \$250,000                              | BSC                            |
| Oliver P. Kingsley, Jr. | \$750,000                              | Genco                          |
| Kenneth G. Lawrence     | \$500,000                              | PECO                           |
| Corbin A. McNeill, Jr.  | \$1,050,000                            | BSC                            |
| Randall E. Mehrberg     | \$500,000                              | BSC                            |
| Elizabeth A. Moler      | \$500,000                              | BSC                            |
| Yolanda F. Pagano       | \$250,000                              | BSC                            |
| Scott N. Peters         | \$250,000                              | BSC                            |
| Constance W. Reinhard   | \$250,000                              | BSC                            |
| John W. Rowe            | \$1,050,000                            | BSC                            |
| Pamela B. Strobel       | \$500,000                              | BSC                            |

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David W. Woods

\$500,000

Genco

In addition to base salary, the foregoing may participate in certain employee benefit plans and may receive a bonus under an incentive compensation plan which could include awards of stock and/or stock options; however, the amount, if any, of such bonus and other benefits cannot presently be predicted.