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EXELON CORP
Form 8-K
May 14, 2002

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549
FORM 8-K

CURRENT REPORT

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

May 14, 2002
(Date of earliest event reported)

| Commission File Number ----- | Name of Registrant; State of Incorporation; Address of Principal Executive Offices; and Telephone Number ----- | IRS Emplo Identific ----- |
|------------------------------------|--|---------------------------------|
| 1-16169 | EXELON CORPORATION (a Pennsylvania corporation) 10 South Dearborn Street - 37th Floor P.O. Box 805379 Chicago, Illinois 60680-5379 (312) 394-4321 | 23-299019 |
| 1-1839 | COMMONWEALTH EDISON COMPANY (an Illinois corporation) 10 South Dearborn Street - 37th Floor P.O. Box 805379 Chicago, Illinois 60680-5379 (312) 394-4321 | 36-093860 |
| 1-1401 | PECO ENERGY COMPANY (a Pennsylvania corporation) P.O. Box 8699 2301 Market Street Philadelphia, Pennsylvania 19101-8699 (215) 841-4000 | 23-097024 |
| 333-85496 | EXELON GENERATION COMPANY, LLC (a Pennsylvania limited liability company) 300 Exelon Way Kennett Square, Pennsylvania 19348 (610) 765-8200 | 23-306421 |

Item 9. Regulation FD Disclosure

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On May 14, 2002, Ruth Ann M. Gillis, Senior Vice President and CFO of Exelon Corporation, made a presentation to investors at the Salomon Smith Barney Power & Merchant Energy 2002 Conference. Attached as Exhibit 99.1 to this Current Report on Form 8-K are the slides used in Ms. Gillis' presentation. In addition, the following materials were made available to investors attending the conference:

1. Overview of Generation Assets and Investments (attached hereto as Exhibit 99.2);
2. Owned Generation Assets (attached hereto as Exhibit 99.3);
3. A table of capacity factors and licenses (attached hereto as Exhibit 99.4);
4. A table of long-term generation contracts and commitments (attached hereto as Exhibit 99.5);
5. A list of Sithe assets (attached hereto as Exhibit 99.6);
6. A pie chart of Total Generation by NERC Region (attached hereto as Exhibit 99.7); and
7. Exelon's press release dated April 22, 2002 announcing first quarter earnings (previously filed as Exhibit 99.1 to Exelon's Periodic Report on Form 8-K filed on April 25, 2002).

This report contains certain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These statements are based on management's current expectations and are subject to uncertainty and changes in circumstances. Actual results may vary materially from the expectations contained herein. The forward-looking statements herein include statements about future financial and operating results of Exelon. Economic, business, competitive and/or regulatory factors affecting Exelon's businesses generally could cause actual results to differ materially from those described herein. For a discussion of the factors that could cause actual results to differ materially, please see Exelon's filings with the Securities and Exchange Commission, particularly those discussed in "Management's Discussion and Analysis of Financial Condition and Results of Operations-- Outlook" in Exelon's 2001 Annual Report. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this press release. Exelon does not undertake any obligation to publicly release any revisions to these forward-looking statements to reflect events or circumstances after the date of this report.

EXHIBIT INDEX

| Exhibit Number | Description |
|----------------|---|
| 99.1 | Slides used in Ms. Gillis' presentation |
| 99.2 | Overview of Generation Assets and Investments |
| 99.3 | Owned Generation Assets |
| 99.4 | A table of capacity factors and licenses |
| 99.5 | A table of long-term generation contracts and commitments |
| 99.6 | A list of Sithe assets |
| 99.7 | A pie chart of Total Generation by NERC Region |

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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
COMMONWEALTH EDISON COMPANY
PECO ENERGY COMPANY
EXELON GENERATION COMPANY, LLC

BY: /S/ Ruth Ann M. Gillis

Ruth Ann M. Gillis
Senior Vice President and Chief
Financial Officer, Exelon Corporation

May 14, 2002