# 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

> September 18, 2002 (Date of earliest event reported)

| Commission File<br>Number | Name of Registrant; State of Incorporation; Address of<br>Principal Executive Offices; and Telephone Number                                | IRS Employer<br>Identification Number |
|---------------------------|--|---------------------------------------|
| 1-16169                   | EXELON CORPORATION (a Pennsylvania corporation) 10 South Dearborn Street - 37th Floor P.O. Box 805379                                      | 23-2990190                            |
|                           | Chicago, Illinois 60680-5379<br>(312) 394-7398   |                                       |
| 1-1839                    | COMMONWEALTH EDISON COMPANY (an Illinois corporation)  | 36-0938600                            |
|                           | 10 South Dearborn Street´- 37th Floor<br>P.O. Box 805379   |                                       |
|                           | Chicago, Illinois 60680-5379<br>(312) 394-4321   |                                       |
| 1-1401                    | PECO ENERGY COMPANY (a Pennsylvania corporation)   | 23-0970240                            |
|                           | P.O. Box 8699 2301 Market Street   |                                       |
|                           | Philadelphia, Pennsylvania 19101-8699  |                                       |
| 333-85496                 | (215) 841-4000 EXELON GENERATION COMPANY, LLC (a Pennsylvania limited liability company) 300 Exelon Way Kennett Square, Pennsylvania 19348 | 23-3064219                            |
|                           | (610) 765-8200   |                                       |

# Item 9. Regulation FD

On September 18, 2002, John W. Rowe, Chairman and CEO, made a presentation at Merrill Lynch Global Power and Gas Leaders Conference in New York City. The slides used in the presentation are attached to this report as Exhibit 99.1.

A brochure, describing Exelon Energy Delivery's vision to become the best and most consistently profitable electricity and gas company in the United States, was made available to those who attended the conference and is attached as Exhibit 99.2 to this report.

In addition, the following information was made available during the conference regarding Exelon's Cost Management Initiative (CMI), the Federal Energy Regulatory Commission (FERC) and Securities and Exchange Commission (SEC) inquiry into ComEd's goodwill allocation, the current status of the adoption of Financial Accounting Standards Board Statement No. 143, "Asset Retirement Obligations" (SFAS No. 143) and a 2002 earnings outlook update.

# Exelon's Cost Management Initiative

Mr. Rowe said that actual savings of \$168 million through August are ahead of the original \$200 million target for the year. Costs savings, representing sustainable savings and excluding one-time gains, of \$250 to \$275 million could be achieved this year.

# FERC/SEC Goodwill Issue

As previously disclosed, Exelon believes the allocation of goodwill to ComEd's transmission and distribution business is in compliance with Generally Accepted Accounting Principles. Several meetings have been held with the FERC Chairman and Commissioners and accounting staff and the SEC staff. The FERC and the SEC

are still reviewing the issue and are aware of the importance of the issue. We hope to hear from the commissions relatively soon.

# FAS 143 Asset Retirement Obligation

Exelon is in the process of evaluating the impact of adopting SFAS 143 on its financial condition. The final determination is in part a function of the timing of adoption of the standard. Based on our current information and assumptions, we estimate that the non-cash impact on 2003 earnings per share (EPS) to be up to a negative ten cents. However, if economic conditions change our assumptions, the EPS impact could be more than ten cents per share. Additionally, the adoption of the standard is expected to result in a large non-cash one-time cumulative effect of a change in accounting principle gain of at least \$1.5 billion, after tax. Like the EPS impact, the one-time impact could change with a change in our assumptions or economic conditions.

#### 2002 Earnings Outlook Update

We remain confident that we can meet or exceed the current consensus estimate of \$4.66 per share. We will provide any update of the \$4.55 to \$4.85 range during the third quarter earnings call on October 30, 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 Corporation, Commonwealth Edison Company, PECO Energy Company and Exelon Generation Company, LLC (Registrants). Economic, business, competitive and/or regulatory factors affecting Registrant'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 and those discussed in "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" in Exelon Generation Company, LLC's Registration Statement on Form S-4, Reg. No. 333-85496. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this report. Registrants do 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 Description

99.1 Presentation Slides

99.2 Exelon Energy Delivery Brochure - Summer 2002

#### **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

/S/ Ruth Ann M. Gillis

Ruth Ann M. Gillis Senior Vice President Exelon Corporation

September 18, 2002

[Exelon Logo]

Exelon Corporation -A Measure of Our Strength John W. Rowe Chairman and CEO

Merrill Lynch Global Power and Gas Leaders Conference New York City September 18, 2002

[Exelon Logo]

#### Forward-Looking Statements

This presentation 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 and those discussed in "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" in Exelon Generation Company, LLC's Registration Statement on Form S-4, Reg. No. 333-85496. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this presentation. 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 presentation.

# What Is Exelon?

|                           |                          | US Electric Companies | US Companies    |
|---------------------------|--------------------------|-----------------------|-----------------|
| Retail Electric Customers | 5.1 Million              | 1st                   | -               |
| Nuclear Capacity          | 15K MWs*                 | 1st                   | -               |
| US Generating Capacity    | 41K MWs**                | 1st                   | -               |
| 2001 Revenue              | \$15.1 Billion           | 9th                   | 135th           |
| 2001 Net Income           | \$1.4 Billion            | 2nd                   | 53rd            |
| Market Cap                | \$14.2 Billion (9/12/02) | 4th (9/12/02)         | 106th (8/27/02) |

<sup>\*</sup> Includes AmerGen investment \*\* Includes AmerGen and Sithe investments

- Strategic Initiatives Update
   Cost Management Initiative
   Sithe Energies Investment
- Midwest Generation contract
   Provider of Last Resort (POLR) filing
   Enterprises Path to Value
   FERC Goodwill Issue

# Exelon Consolidated Financial Outlook

| (\$ millions)   | 2001A                             | 2002E  |
|---|-----------------------------------|--|
| Revenue<br>Gross Margin (Rev. net Fuel)<br>Other Operating Exp.<br>Depr. & Amort.     | 15,140<br>9,827<br>4,922<br>1,449 | 14,200-14,600<br>9,300-9,700<br>4,775-4,900<br>1,200-1,250 |
| EBIT Interest and Pref. Income Taxes  | 3,456<br>1,109<br>931             | 3,325-3,550<br>930-1,000<br>925-975                        |
| Net Income before Cum. Effect Chg. in<br>Accounting<br>Cum. Effect Chg. in Accounting | 1,416<br>12                       | 1,470-1,575  |
| Net Income* Avg. Shares (millions) EPS (\$)   | 1,428<br>322<br>\$4.43            | 325<br>\$4.55-\$4.85                                       |

 $<sup>^{\</sup>star}$  Net income as reported for 2001. Net operating income excludes one-time items for 2002. A = Actual; E = Estimate

# [Exelon Logo]

# Our Vision = Value Creation

- Capitalize on Strengths- Focus on Fundamentals and Discipline- Committed to Performance

[Exelon Energy Delivery Brochure - Summer 2002

The brochure is divided into 4 major areas. The first area provides an overview of Exelon Energy Delivery (EED) and general statistical information about Commonwealth Edison Company (ComEd) and PECO Energy Company (PECO).

The second area of the brochure is focused on Exelon's vision to become the best and most consistently profitable electricity and gas company in the United States. This area includes current and target statistics for 1999 through 2004 to illustrate our expected progress in achieving this vision by optimizing customer satisfaction, creating a high performing organization and maximizing financial returns.

The third area of the brochure outlines regulatory initiatives, including constructive regulatory environments, competition growth and state level developments for Illinois and Pennsylvania.

Finally, the last area of the brochure is titled "Energy Delivery - Building for the Future" and addresses EED's commitment to achieve high system reliability by minimizing outage frequency and duration.]

[Area 1]

[Exelon Logo]

Exelon Energy Delivery

Exelon strives to build exceptional value - by becoming the best and most consistently profitable electricity and gas company in the United States

This vision means that Exelon Energy Delivery (EED) plans to

- - Revolutionize the meaning, function and perception of utility service
- - Provide increasingly more reliable and affordable services
- - Be preferred by customers
- - Meet and exceed the expectations of our investors
- - Provide extraordinary opportunities for employees with diverse talents and backgrounds

3 6 million electric customers

### Energy Delivery Footprint

ComEd

| ComEd  | 3.6 million electric customers   |
|--|--|
| PECO   | 1.5 million electric customers<br>0.4 million gas customers                        |
| Exelon Energy Delivery                               | <ul><li>5.1 million electric customers</li><li>0.4 million gas customers</li></ul> |
| ComEd 2001 Revenues (in millions)                    |  |
| Electric transmission: Voltage (volts)/Circuit miles |  |
| Electric distribution: Pole-line miles               | ,  |
| Gas deliveries (mmcf)                                | N/A  |
| PECO 2001 Revenues (in millions)                     |  |
| Electric distribution: Pole-line miles               | 21,009 overhead lines  |

| Gas deliveries (mmcf) | 81,528 |
|-----------------------|--------|
| Gas pipeline miles    | 11,401 |
| Employees             | 3,000  |

N/A = Not applicable

Strategic focus areas and value drivers

#### Customers

- o Achieve high system reliability
- o Optimize customer satisfaction

#### **Employees**

- o Maintain a safe environment
- o Create a high performing organization

#### Shareholders

- o Maximize financial returns
- o Build for the future

# [Area 2]

VISION: TO BECOME THE BEST AND MOST CONSISTENTLY PROFITABLE ELECTRICITY AND GAS COMPANY IN THE UNITED STATES

Strategic Focus Areas

Customers - Employees - Shareholders

Optimize Customer Satisfaction

Exelon Energy Delivery targets first quartile in customer satisfaction by year end 2004

Customer Satisfaction Index Goal

[Bar graph depicting the expected increasing trend in Exelon Energy Deliveries' Customer Satisfaction Index Goal as compared to the 1st Quartile. The graph shows Exelon Energy Deliveries' 2001 Actual Customer Satisfaction Index of 78 and the Customer Satisfaction Index Goal for the years 2002 through 2004 trending upward, reaching the 1st Quartile at 85 in 2004.

2001 actual 2002 goal 2003 goal 2004 goal Index 78 79 83 85
1st quartile = 85

To the right of the graph the following key strategies are noted:]

#### **Key Strategies**

- - Targeted reliability improvements
- - Enhanced customer outage communications
- - Improved Exelon image

- - Customer technology improvements
- - High-quality customer interactions

ComEd System Performance History - Reliability

[Below this header are two charts side by side as described below from left to right.

The chart to the left is a line chart showing average interruptions per year for the years 1999 through 2001 with a linear regression line depicting the downward trend of average interruptions per year for the following data points:

|      |       | Avg                |
|------|-------|--------------------|
| Year | Month | Interruptions/Year |
| 1998 | Dec   | 2.21               |
| 1999 | Jan   | 2.22               |
| 1999 | Feb   | 2.21               |
| 1999 | Mar   | 1.82               |
| 1999 | Apr   | 1.82               |
| 1999 | May   | 1.76               |
| 1999 | Jun   | 1.72               |
| 1999 | Jul   | 1.83               |
| 1999 | Aug   | 1.74               |
| 1999 | Sep   | 1.69               |
| 1999 | 0ct   | 1.66               |
| 1999 | Nov   | 1.49               |
| 1999 | Dec   | 1.49               |
| 2000 | Jan   | 1.41               |
| 2000 | Feb   | 1.44               |
| 2000 | Mar   | 1.43               |
| 2000 | Apr   | 1.48               |
| 2000 | May   | 1.6                |
| 2000 | Jun   | 1.52               |
| 2000 | Jul   | 1.35               |
| 2000 | Aug   | 1.4                |
| 2000 | Sep   | 1.46               |
| 2000 | 0ct   | 1.48               |
| 2000 | Nov   | 1.47               |
| 2000 | Dec   | 1.46               |
| 2001 | Jan   | 1.44               |
| 2001 | Feb   | 1.38               |
| 2001 | Mar   | 1.37               |
| 2001 | Apr   | 1.36               |
| 2001 | May   | 1.23               |
| 2001 | Jun   | 1.24               |
| 2001 | Jul   | 1.31               |
| 2001 | Aug   | 1.33               |
| 2001 | Sep   | 1.29               |
|      |       |                    |

| 2001 | 0ct | 1.34 |
|------|-----|------|
| 2001 | Nov | 1.35 |
| 2001 | Dec | 1.32 |

Across the top center of the chart there is the following wording:] Fewer Interruptions (Frequency)

[Above the linear regression line is the following word:] Trend

[Along the x-axis of the chart is the following phrase:] 40% Improvement

[The chart to the right is a line chart showing minutes per interruption per year for the years 1999 through 2001 with a linear regression line depicting the downward trend of the duration interruptions per year for the following data points:

| Year | Month | Minutes/Interruption |
|------|-------|----------------------|
| 1998 | Dec   | 273                  |
| 1999 | Jan   | 274                  |
| 1999 | Feb   | 274                  |
| 1999 | Mar   | 212                  |
| 1999 | Apr   | 213                  |
| 1999 | May   | 205                  |
| 1999 | Jun   | 195                  |
| 1999 | Jul   | 207                  |
| 1999 | Aug   | 184                  |
| 1999 | Sep   | 176                  |
| 1999 | 0ct   | 175                  |
| 1999 | Nov   | 136                  |
| 1999 | Dec   | 138                  |
| 2000 | Jan   | 136                  |
| 2000 | Feb   | 132                  |
| 2000 | Mar   | 133                  |
| 2000 | Apr   | 134                  |
| 2000 | May   | 158                  |
| 2000 | Jun   | 154                  |
| 2000 | Jul   | 129                  |
| 2000 | Aug   | 139                  |
| 2000 | Sep   | 143                  |
| 2000 | 0ct   | 144                  |
| 2000 | Nov   | 144                  |
| 2000 | Dec   | 145                  |
| 2001 | Jan   | 145                  |
| 2001 | Feb   | 148                  |
| 2001 | Mar   | 148                  |
| 2001 | Apr   | 144                  |
| 2001 | May   | 112                  |
| 2001 | Jun   | 116                  |
|      |       |                      |

| 2001 | Jul | 120 |
|------|-----|-----|
| 2001 | Aug | 110 |
| 2001 | Sep | 105 |
| 2001 | 0ct | 103 |
| 2001 | Nov | 103 |
| 2001 | Dec | 103 |

[Above the linear regression line is the following word:] Trend

[Along the x-axis of the chart is the following phrase:] 62% Improvement

PECO System Performance History - Reliability

[Below this header are two charts side by side as described below from left to right.

The chart to the left is a line chart showing average interruptions per year for the years 1999 through 2001 with a linear regression line depicting the downward trend of average interruptions per year for the following data points:

|      |       | Avg                |
|------|-------|--------------------|
| Year | Month | Interruptions/Year |
| 1998 | Dec   | 1.4224             |
| 1999 | Jan   | 1.523008           |
| 1999 | Feb   | 1.501634           |
| 1999 | Mar   | 1.61093            |
| 1999 | Apr   | 1.594439           |
| 1999 | May   | 1.575076           |
| 1999 | Jun   | 1.226508           |
| 1999 | Jul   | 1.28189            |
| 1999 | Aug   | 1.40679            |
| 1999 | Sep   | 1.651984           |
| 1999 | 0ct   | 1.691979           |
| 1999 | Nov   | 1.765955           |
| 1999 | Dec   | 1.757855           |
| 2000 | Jan   | 1.680432           |
| 2000 | Feb   | 1.672717           |
| 2000 | Mar   | 1.540906           |
| 2000 | Apr   | 1.600627           |
| 2000 | May   | 1.593041           |
| 2000 | Jun   | 1.552052           |
| 2000 | Jul   | 1.505015           |
| 2000 | Aug   | 1.388201           |
| 2000 | Sep   | 1.133981           |

| 2000<br>2000<br>2000 | Oct<br>Nov<br>Dec | 1.093353<br>1.015979<br>1.095504 |
|----------------------|-------------------|----------------------------------|
| 2001                 | Jan               | 1.091026                         |
| 2001                 | Feb               | 1.190618                         |
| 2001                 | Mar               | 1.219503                         |
| 2001                 | Apr               | 1.1909                           |
| 2001                 | May               | 1.159288                         |
| 2001                 | Jun               | 1.213231                         |
| 2001                 | Jul               | 1.20471                          |
| 2001                 | Aug               | 1.31049                          |
| 2001                 | Sep               | 1.290993                         |
| 2001                 | 0ct               | 1.292222                         |
| 2001                 | Nov               | 1.291571                         |
| 2001                 | Dec               | 1.261615                         |

[Above the linear regression line is the following word:] Trend

[Along the x-axis of the chart is the following phrase:] 27% Improvement

[The chart to the right is a line chart showing minutes per interruption per year for the years 1999 through 2001 with a linear regression line depicting the downward trend of the duration interruptions per year for the following data points:

| Year | Month | Minutes/Interruption |
|------|-------|----------------------|
|      |       | Minutes/Interruption |
| 1998 | Dec   | 221.6927             |
| 1999 | Jan   | 219.9012             |
| 1999 | Feb   | 221.6542             |
| 1999 | Mar   | 241.4342             |
| 1999 | Apr   | 243.5413             |
| 1999 | May   | 236.3867             |
| 1999 | Jun   | 149.53               |
| 1999 | Jul   | 149.6027             |
| 1999 | Aug   | 165.1099             |
| 1999 | Sep   | 231.2344             |
| 1999 | 0ct   | 228.1254             |
| 1999 | Nov   | 233.7525             |
| 1999 | Dec   | 235.0806             |
| 2000 | Jan   | 235.4151             |
| 2000 | Feb   | 236.4324             |
| 2000 | Mar   | 219.3873             |
| 2000 | Apr   | 215.5133             |
| 2000 | May   | 215.0856             |
| 2000 | Jun   | 218.8437             |
|      |       |                      |

| 2000 | Jul | 217.2127 |
|------|-----|----------|
| 2000 | Aug | 206.9334 |
| 2000 | Sep | 108.025  |
| 2000 | 0ct | 109.7554 |
| 2000 | Nov | 90.43216 |
| 2000 | Dec | 96.34893 |
| 2001 | Jan | 96.119   |
| 2001 | Feb | 115.9498 |
| 2001 | Mar | 114.636  |
| 2001 | Apr | 113.5501 |
| 2001 | May | 110.919  |
| 2001 | Jun | 113.4934 |
| 2001 | Jul | 115.4725 |
| 2001 | Aug | 121.6979 |
| 2001 | Sep | 120.6055 |
| 2001 | 0ct | 119.4027 |
| 2001 | Nov | 119.1776 |
| 2001 | Dec | 112.4264 |
|      |     |          |

[Above the linear regression line is the following word:] Trend

[Along the x-axis of the chart is the following phrase:] 60% Improvement [Next Section]

Create a High Performing Organization

- - Develop leadership skills across the organization
- - Establish robust performance management program across the organization

#### Maintain a Safe Environment

Exelon Energy Delivery targets first quartile in safety by year end 2004

OSHA Lost Workday Case Rate Targets

[Below this header is a bar graph depicting the expected decreasing trend in Exelon Energy Deliveries' Customer Satisfaction Index Goal as compared to the 1st Quartile. The graph shows Exelon Energy Deliveries' 2001 Actual OSHA Lost Workday Case Rate of 2.21 and the OSHA Lost Workday Case Rate Target for the years 2002 through 2004 trending downward, dipping below the 1st Quartile at 0.69 in 2004.

|                      | 2001 actual | 2002 target | 2003 target | 2004 target |
|----------------------|-------------|-------------|-------------|-------------|
| Rate                 | 2.21        | 1.39        | 1.06        | 0.69        |
| 1st  quartile = 0.70 |             |             |             |             |

To the right of the graph the following key strategy is noted:]

#### Key Strategy

o Increase management's visible involvement and leadership of safety

# Performance History - Safety

[Below this header are two line graphs depicting ComEd and PECO's reduction in OSHA Recordable Incidence Rates and Lost Workday Case Rates from the 1999 through 2001. The rate is defined as the number of incidents per 100 employees.]

#### OSHA Recordable Incidence Rate

| [     | 1999 | 2000 | 2001 |
|-------|------|------|------|
| ComEd | 5.66 | 5.50 | 3.46 |
| PECO  | 2.46 | 2.31 | 1.48 |

Below this chart are the following words:]

ComEd-38% reduction PECO-40% reduction [Next Section] Lost Workday Case Rate

[ 1999 2000 2001 ComEd 4.17 3.92 2.48 PECO 1.27 0.86 0.76

Below this chart are the following words:]

ComEd-41% reduction
PECO-40% reduction
[Next Section]

Maximize Financial Returns

- - Minimize operating & maintenance costs
- - Optimize capital investment
- - Grow net operating margin
- - Increase earnings per share

PECO and ComEd each contribute to the financial success of EED and Exelon. By seeking ways to work more efficiently and to control costs, every employee can help achieve EED and Exelon financial goals.

Exelon Energy Delivery targets 2nd quartile in total cost per customer by year end 2004; first quartile by year end 2006

### Total Cost per Customer Targets

[Below this header is a bar graph depicting the expected decreasing trend in Exelon Energy Deliveries' Total Cost per Customer Targets as compared to the 2nd Quartile. The graph shows

Exelon Energy Deliveries' 2001 Actual Total Cost per Customer of \$519 and the Total Cost per Customer Targets for the years 2002 through 2004 trending downward, equaling the 2nd Quartile at \$424 in 2004.

2001 actual 2002 target 2003 target 2004 target 519 468 439 424

2nd quartile = 424

To the right of the graph the following goals are outlined:]

Goal: To reduce 0&M expenses \$300 million and capital expenses \$175 million by year end 2004

**O&M** and Margin Growth Expenses

[Below this header is a bar graph depicting Exelon Energy Deliveries' 0&M and Margin Growth Expenses from 2001 through 2004. Margin Growth 0&M Expenses are defined as those expenses relating to value-added products/services that are expected to add incremental income.

|  | 2001 actual    | 2002 estimate | 2003 estimate | 2004 estimate |
|--|----------------|---------------|---------------|---------------|
| Total  | 1.578          | 1.52          | 1.52          | 1.48          |
| Margin Growth O&M Expenses<br>All Other O&M Expenses | 0.010<br>1.568 | 0.03<br>1.49  | 0.06<br>1.46  | 0.08<br>1.40  |

To the right of the graph are the following words:]

EED Financial Growth Outlook

 Revenue
 1.7-1.9%

 Gross Margin (Revenue net Fuel)
 1.0%

 EBIT
 2.2-2.4%

 Net Income
 5.4-5.6%

E=Estimate; CAGR=Compound Annual Growth Rate

[Area 3]

Regulatory Initiatives

Constructive Regulatory Environments

Pennsylvania

- -Unbundled rates, electric choice for all customers since January 2000
- -Transmission and Distribution rate cap through 2006
- -Generation rate cap, collection of stranded investment through 2010

#### Illinois

- -Open access, electric choice for all customers since May 2002
- -Bundled rates frozen through 2006

-Transition charges, calculated on "lost revenues" basis, end in 2006

#### Competition Is Growing Unevenly

Pennsylvania Shopping (June 2002) Mass Market

- 309,000 customers
- 16% of mass market load (MWs)

Large Commercial & Industrial (C&I)

- 150 customers
- 6% of large C&I load (MWs)

Illinois Shopping (June 2002)

Mass Market

- 20,600 customers
- 14% of mass market deliveries (KWhs)

Large Commercial & Industrial

- 1,000 customers
- 48% of large C&I deliveries (KWhs)

Regulatory Developments - State Level

Illinois Provider of Last Resort (POLR) proposal

- Offer fixed-price service for mass-market customers
- Petitioned Illinois Commerce Commission to declare large C&I class (usage at or above 3 MW) competitive
  - Implementation would begin June 2003; fully implement June 2006
  - Covers about 370 customers representing a 2,500 MW load (about 12% of system peak load)
- Free up capacity in Midwest for competitors

Pennsylvania switching requirement for 50% of residential/commercial customers by January 2003

- Will request approval to make customers available to interested suppliers to meet one-time requirement

[Area 4]

Energy Delivery - Building for the Future

Achieve High System Reliability Exelon Energy Delivery targets 2nd quartile in outage frequency and duration by year end 2004 o Minimize duration of interruptions

- o Minimize frequency of interruptions
- o Implement targeted reliability improvements
- o Invest in technology improvements such as outage management system (OMS)
- o Improve distribution circuit and targeted customer programs

#### Safe, Reliable Service

- + Industry Leading Customer Care
- + Solid Financial Management
- + Experienced Management Team
- -----

Stable Earnings Contributions

Customer Outage Frequency (SAIFI)\* Targets

[Below this header is a bar graph depicting the expected decreasing trend in Exelon Energy Deliveries' Customer Outage Frequency (SAIFI) Targets and compared to the 2nd Quartile.

|                             | 2001 actual | 2002 target | 2003 target | 2004 target |
|-----------------------------|-------------|-------------|-------------|-------------|
| Index<br>2nd quartile = 1.1 | 1.26        | 1.05        | 0.97        | 0.94]       |

[Below this table are the following words:]
\* System Average Interruption Frequency Index

Customer Outage Duration (CAIDI)\* Targets

[Below this header is a bar graph depicting the expected decreasing trend in Exelon Energy Deliveries' Customer Outage Duration (CAIDI) Targets and compared to the 2nd Quartile.

|                              | 2001 actual | 2002 target | 2003 target | 2004 target |
|------------------------------|-------------|-------------|-------------|-------------|
| Minutes<br>2nd quartile = 82 | 110         | 98          | 90          | 82]         |

[Below the table are the following words:]
\* Customer Average Interruption Duration Index

EED Capital Expenditure Program

[Below this header is a stacked vertical bar chart showing EED's Capital Expenditure Program in billions of dollars for 2001 actual expenditures and estimated expenditures from 2002 through 2004. The bars are differentiated by Reliability/Maintenance and New Business.

| <pre>\$ billions</pre> | 2001 actual | 2002 estimate | 2003 estimate | 2004 estimate |
|------------------------|-------------|---------------|---------------|---------------|
| Total                  | 1.1         | 1.1           | 1.0           | 1.0           |
| New Business           | 0.4         | 0.5           | 0.4           | 0.4           |

0.6

#### [Next Section]

This publication 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 ?nancial 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 ?lings with the Securities and Exchange Commission, particularly those factors 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 document. Exelon does not undertake any obligation to publicly release any revisions to these forward-looking statements to re?ect events or circumstances after the date of this publication.

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