
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 6, 2006

Date of Report (Date of earliest event reported)

| <u>Commission File Number</u> | <u>Exact Name of Registrant as Specified in Its Charter; State of Incorporation; Address of Principal Executive Offices; and Telephone Number</u> | <u>IRS Employer Identification Number</u> |
|-----------------------------------|---|---|
| 1-16169 | EXELON CORPORATION (a Pennsylvania corporation) 10 South Dearborn Street – 37th Floor P.O. Box 805379 Chicago, Illinois 60680-5379 (312) 394-7398 | 23-2990190 |
| 1-1839 | COMMONWEALTH EDISON COMPANY (an Illinois corporation) 440 South LaSalle Street Chicago, Illinois 60605-1028 (312) 394-4321 | 36-0938600 |
| 000-16844 | PECO ENERGY COMPANY (a Pennsylvania corporation) P.O. Box 8699 2301 Market Street Philadelphia, Pennsylvania 19101-8699 (215) 841-4000 | 23-0970240 |
| 333-85496 | EXELON GENERATION COMPANY, LLC (a Pennsylvania limited liability company) 300 Exelon Way Kennett Square, Pennsylvania 19348 (610) 765-6900 | 23-3064219 |

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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Section 7 — Regulation FD

Item 7.01. Regulation FD Disclosure

On September 6 and 7, 2006, Exelon Corporation (Exelon) will participate in the Lehman Brothers 2006 CEO Energy/Power Conference in New York City. Attached as Exhibit 99 to this Current Report on Form 8-K are the discussion materials to be used at the conference.

* * * * *

This combined Form 8-K is being furnished separately by Exelon, Commonwealth Edison Company (ComEd), PECO Energy Company (PECO) and Exelon Generation Company, LLC (Generation) (Registrants). Information contained herein relating to any individual registrant has been furnished by such registrant on its own behalf. No registrant makes any representation as to information relating to any other registrant.

Except for the historical information contained herein, certain of the matters discussed in this Report are forward-looking statements, within the meaning of the Private Securities Litigation Reform Act of 1995, that are subject to risks and uncertainties. The factors that could cause actual results to differ materially from the forward-looking statements made by a registrant include those factors discussed herein, as well as the items discussed in (a) the Registrants' 2005 Annual Report on Form 10-K—ITEM 1A. Risk Factors, (b) the Registrants' 2005 Annual Report on Form 10-K—ITEM 8. Financial Statements and Supplementary Data: Exelon—Note 20, ComEd—Note 17, PECO—Note 15 and Generation—Note 17, and (c) other factors discussed in filings with the SEC by the Registrants. Readers are cautioned not to place undue reliance on these forward-looking statements, which apply only as of the date of this Report. None of the Registrants undertakes any obligation to publicly release any revision to its forward-looking statements to reflect events or circumstances after the date of this Report.

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
PECO ENERGY COMPANY
EXELON GENERATION COMPANY, LLC

/s/ John F. Young

John F. Young
Executive Vice President, Finance and Markets,
and Chief Financial Officer
Exelon Corporation

COMMONWEALTH EDISON COMPANY

/s/ Robert K. McDonald

Robert K. McDonald
Senior Vice President, Chief Financial Officer, Treasurer
and Chief Risk Officer
Commonwealth Edison Company

September 6, 2006

Exelon Corporation Public Service Enterprise Group

Lehman Brothers
2006 CEO Energy/Power Conference
New York City
September 6, 2006

Exelon  **PSEG**

Forward-Looking Statements

This presentation includes forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, that are subject to risks and uncertainties. The factors that could cause actual results of Exelon Corporation (Exelon), Commonwealth Edison Company, PECO Energy Company, and Exelon Generation Company LLC (collectively, the Exelon Companies) to differ materially from these forward-looking statements include those discussed herein as well as those discussed in (a) the Exelon Companies' 2005 Annual Report on Form 10-K—ITEM 1A. Risk Factors, (b) the Exelon Companies' 2005 Annual Report on Form 10-K—ITEM 8. Financial Statements and Supplementary Data: Exelon—Note 20, ComEd—Note 17, PECO—Note 15 and Generation—Note 17, and (c) other factors discussed in filings with the SEC by the Exelon Companies. The factors that could cause actual results of Public Service Enterprise Group Incorporated (PSEG), Public Service Electric and Gas Company, PSEG Power LLC, and PSEG Energy Holdings L.L.C. (collectively, the PSEG Companies) to differ materially from these forward-looking statements include those discussed herein as well as those discussed in (1) the PSEG Companies' 2005 Annual Report on Form 10-K, and 2006 Quarterly Reports on Form 10-Q in (a) Forward Looking Statements (b) Risk Factors, and (c) Management's Discussion and Analysis of Financial Condition and Results of Operations and (2) other factors discussed in filings with the SEC by the PSEG Companies. A discussion of risks associated with the proposed merger of Exelon and PSEG is included in the joint proxy statement/prospectus that Exelon filed with the SEC pursuant to Rule 424(b)(3) on June 3, 2005 (Registration No. 333-122704). Readers are cautioned not to place undue reliance on these forward-looking statements, which apply only as of the date of this presentation. None of the Exelon Companies or the PSEG Companies undertakes any obligation to publicly release any revision to its forward-looking statements to reflect events or circumstances after the date of this presentation.



Agenda

- **PSEG Update**

Tom O’Flynn

Executive VP and CFO
Public Service Enterprise Group

- **Exelon Update**

- **Merger Update**

John Young

Executive VP, Finance and Markets,
and CFO
Exelon Corporation





PSEG Update



PSEG Overview



| | |
|--|-----------------|
| 2006E Operating Earnings ⁽¹⁾⁽²⁾ : | \$875M - \$950M |
| 2006 EPS Guidance ⁽¹⁾⁽²⁾ : | \$3.45 - \$3.75 |
| Assets (as of 12/31/05): | \$ 29.8B |



Traditional T&D

Electric Customers: 2.1M
Gas Customers: 1.7M

2005 Results: \$347M⁽³⁾

2006 Range: \$250M - \$270M⁽²⁾



*Regional
Wholesale Energy*

Nuclear Capacity: 3,494 MW
Total Capacity: 14,636 MW

\$418M⁽³⁾

\$500M - \$550M⁽²⁾



*Domestic/Int'l
Energy*



*Leveraged
Leases*

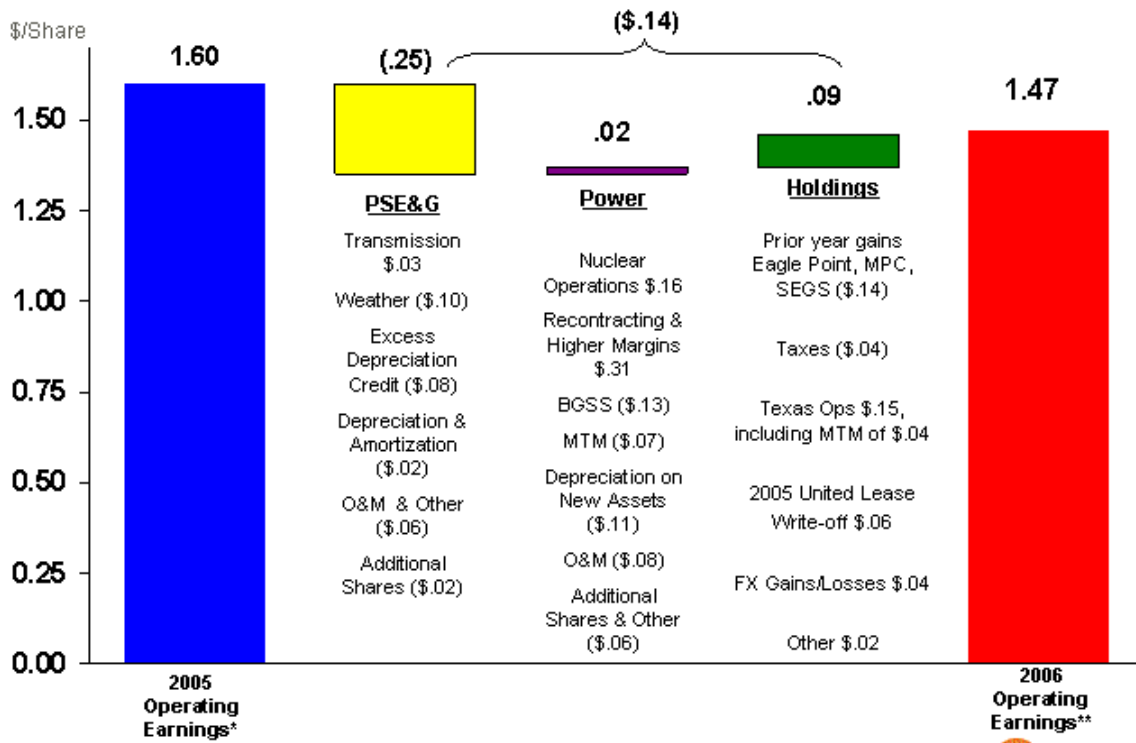
\$196M

\$185M - \$205M

- (1) Includes the parent impact of \$(60-70)M
- (2) Income from Continuing Operations, excluding merger-related costs
- (3) Income from Continuing Operations, excluding merger-related costs of \$3M for PSE&G and \$12M for PSEG Power



Year to Date Results – 2nd Quarter 2006



* Excludes (\$0.07) Merger Costs and \$0.69 Discontinued Operations

** Excludes (\$0.03) Merger Costs, \$0.90 Discontinued Operations, and (\$0.70) loss on sale of RGE



PSEG Power Overview

Nuclear

- Nuclear Operating Services Agreement
- 2005 – record output
- 2006 – year to date output exceeds 2005 at each unit

Fossil

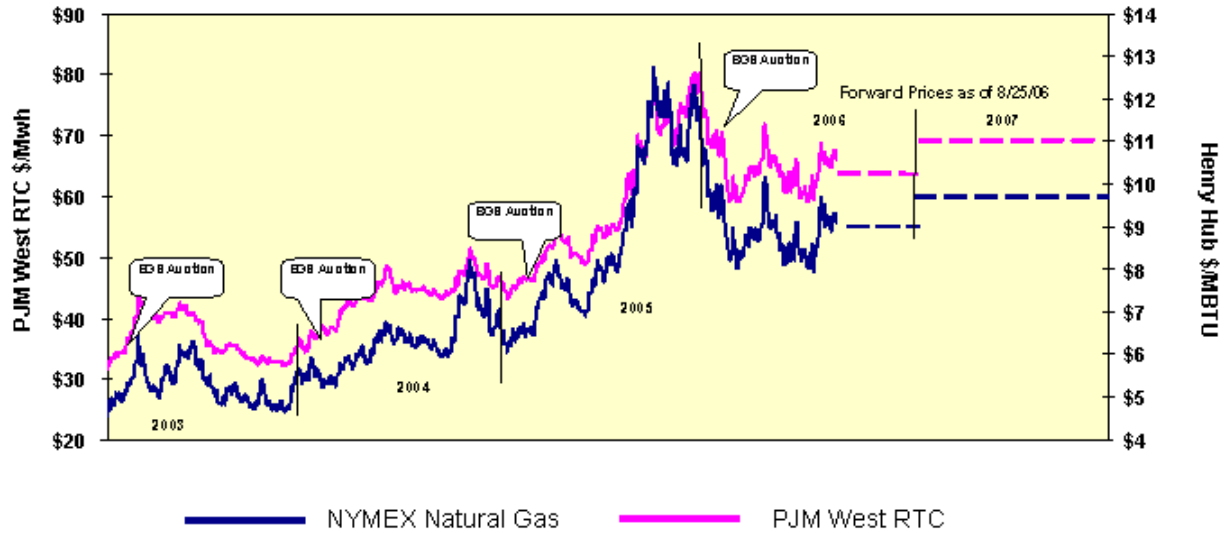
- Increased output over 2005
- Improved performance

Margin Growth

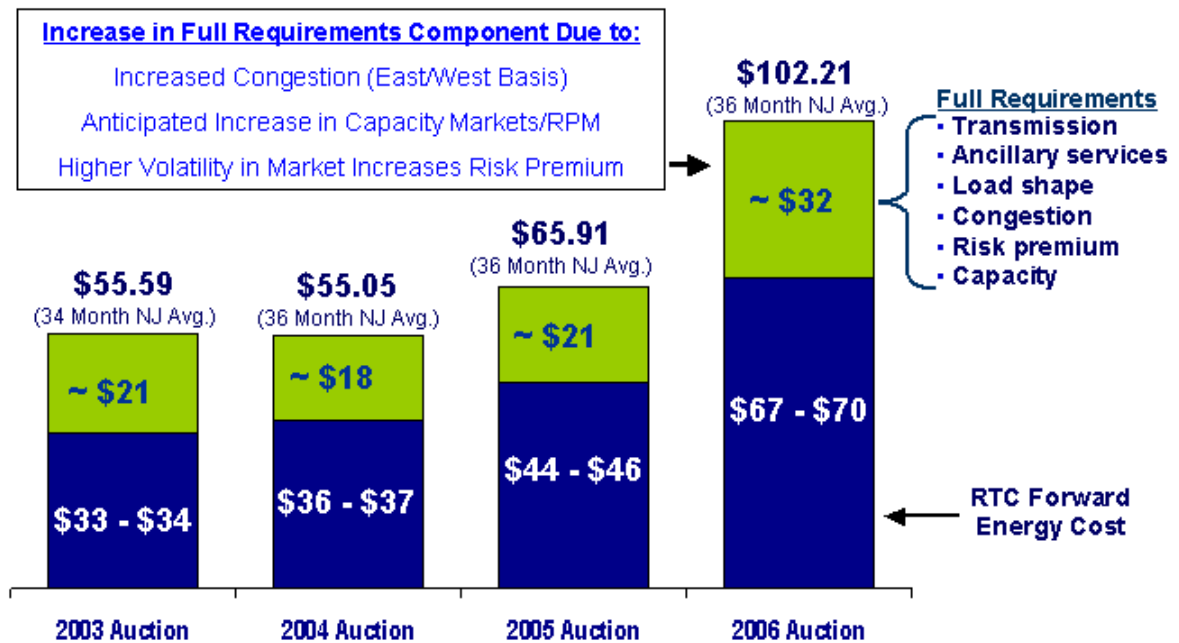
- 2006 – energy recontracting improvements
- 2007 and beyond – energy recontracting and capacity market improvements

PJM Pricing Environment

Electricity and Natural Gas Forward Price Movements 2003 - 2007

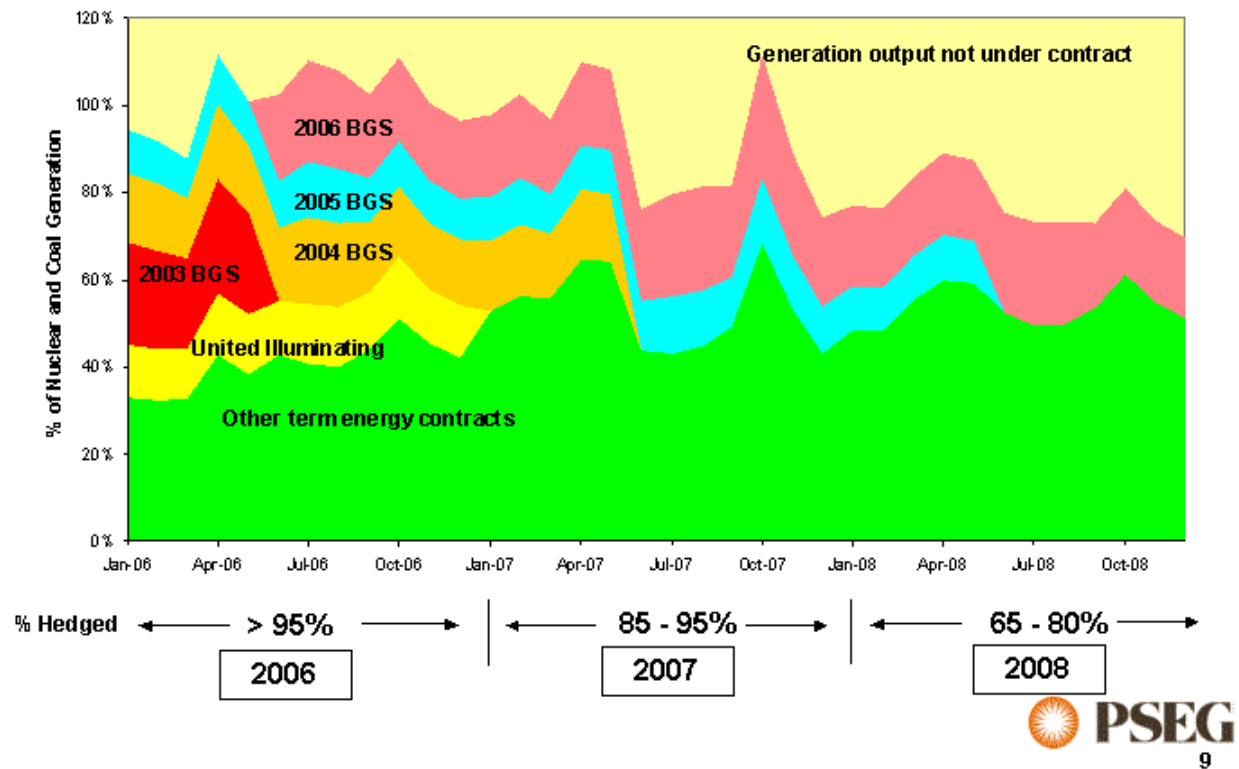


BGS Auction Results



RTC = round the clock

Significant Forward Hedging of Nuclear and Coal



PSE&G / Holdings Overview

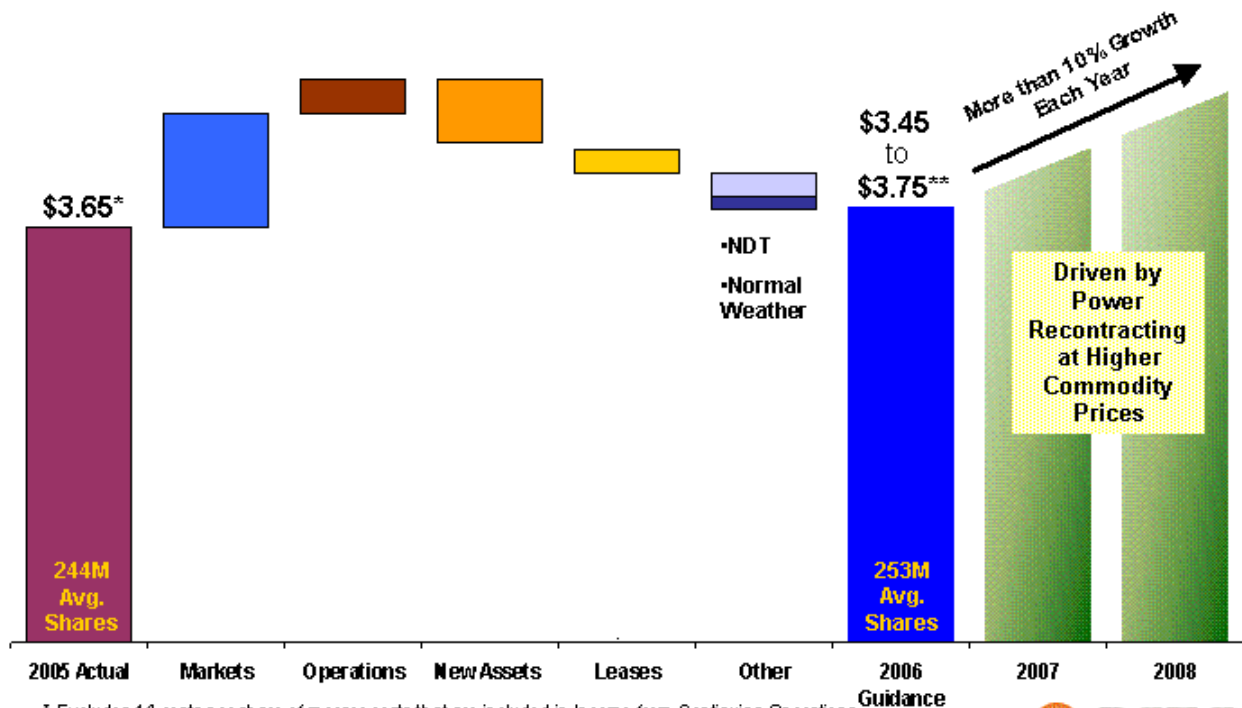
PSE&G

- Providing safe, reliable, low-cost service
- Merger issues & rate relief requirements
- Manageable infrastructure improvements

Energy Holdings

- Significant monetization / debt pay downs
- Stability in international operations
- Strong performance in Texas

PSEG Stand-Alone 2006 Earnings Guidance



* Excludes 14 cents per share of merger costs that are included in Income from Continuing Operations

** Excluding merger costs that are included in Income from Continuing Operations

NDT = nuclear decommissioning trust



Exelon Update



Live Up to our Commitments
Perform at World-Class Levels
Disciplined Financial Management

Exelon

Key Messages

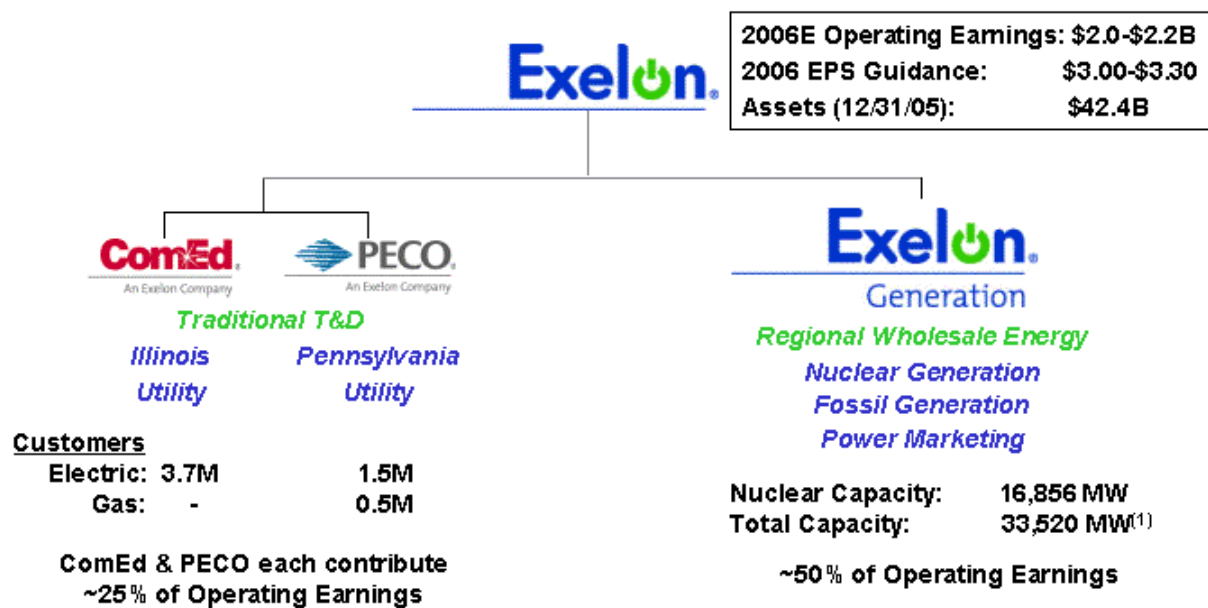
- ➔ Continued strong financial and operating performance
 - ➔ Uniquely positioned generation business
 - ➔ Changing composition of earnings
 - ➔ Managing the transition to Illinois auctions
 - ➔ Stable growth delivery businesses with improving operations
 - ➔ Plan in place to ensure continued viability of ComEd while protecting Exelon
 - ➔ Strong balance sheet and financial discipline

**Demonstrated ability to deliver on
our commitments**

Exelon.

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Exelon Overview



(1) At 12/31/05; includes long-term contracts and investments in two facilities in Mexico of 230 MWs
 Note: See presentation appendix for adjusted (non-GAAP) operating reconciliations to GAAP

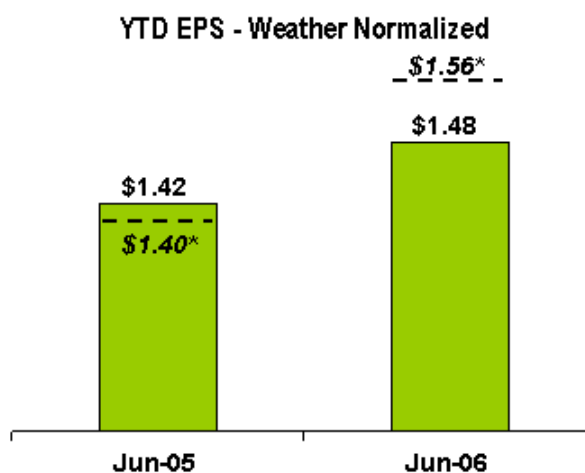
Meeting Our Financial and Operating Commitments

Year-to-date Results:

| | <u>Jun-05</u> | <u>Jun-06</u> |
|----------------------------|---------------|---------------|
| Adjusted (non-GAAP) | | |
| Operating EPS | \$1.42 | \$1.48 |
| GAAP EPS | \$1.53 | \$1.55 |

First Half 2006 Highlights:

- ICC approved IL auction – proceeding as planned
- ICC order in ComEd rate case
- Higher generation margins
- Strong nuclear and fossil fleet performance
- Successful energy delivery system performance with record heat and new peaks
- Higher O&M expenses and capital expenditures



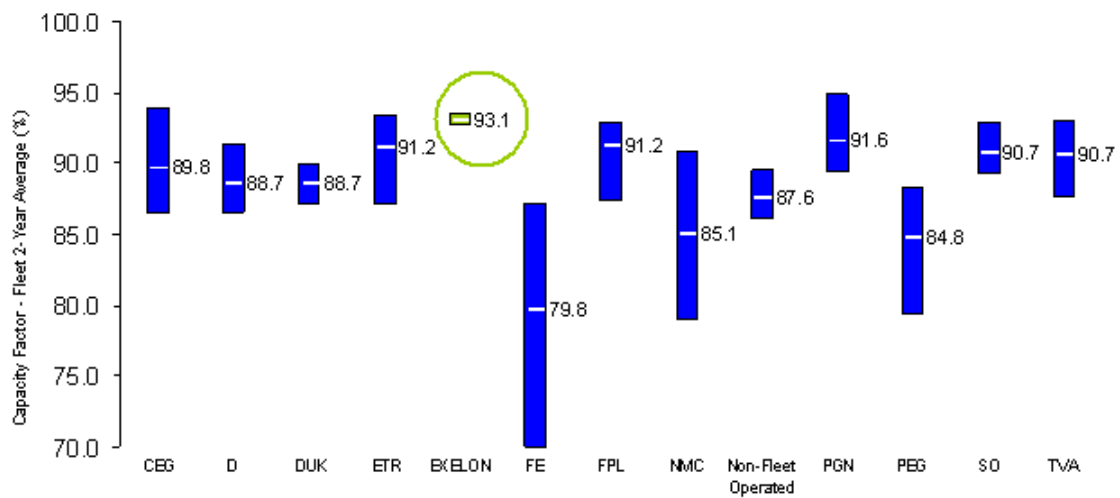
* Excludes \$0.02/share favorable impact versus normal in 2005 and \$0.08/share unfavorable impact versus normal in 2006, based on Exelon models

Note: See presentation appendix for reconciliation of adjusted (non-GAAP) operating EPS to GAAP EPS

Exelon

World-Class Nuclear Operations

Range of Nuclear Capacity Factors (2001-2005)

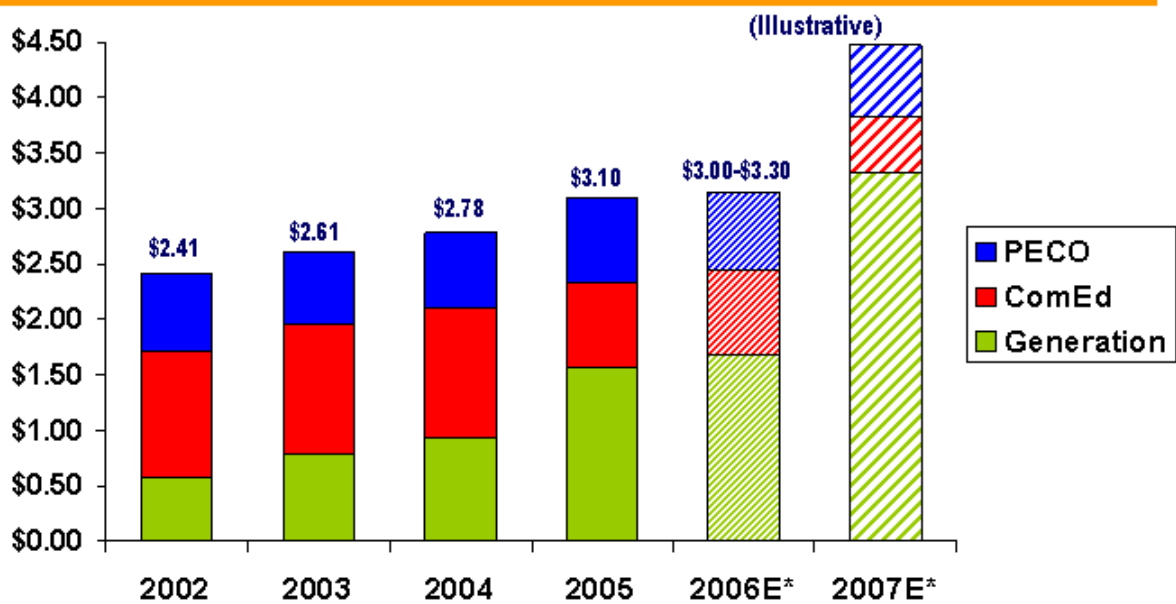


Sources: Platt's, Nuclear News, NRC and Department of Energy

Exelon Nuclear's sustained performance is a competitive advantage; June YTD capacity factor was 93.3%

Exelon.

Composition of Operating EPS

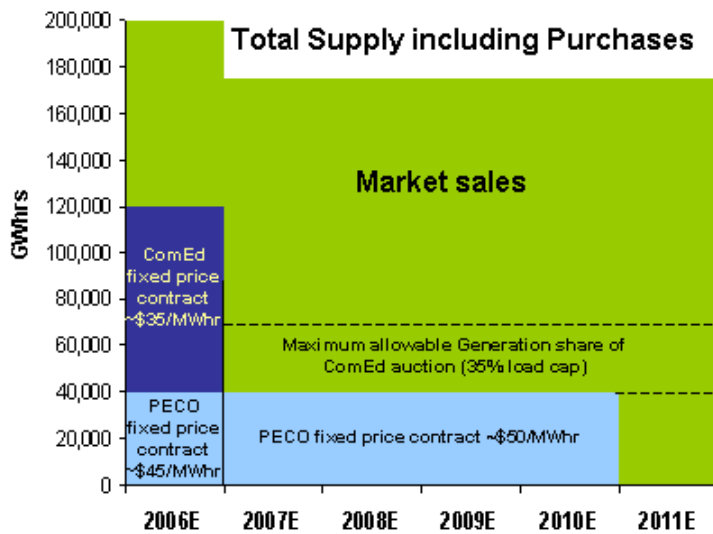


A further shift in relative earnings contribution from Energy Delivery to Generation will occur in 2007 when ComEd becomes a pure wires company and Generation gets a market price for its Midwest production.

* 2006: represents mid-point of guidance range. 2007: represents Thomson First Call consensus EPS estimate of \$4.48 as of 8/31/06 for Exelon stand-alone, not company guidance. Segment results are illustrative only. Note: See presentation appendix for adjusted (non-GAAP) operating EPS reconciliations to GAAP.



Generation Market Opportunity



- Generation currently supplies 100% of ComEd's POLR* load
- Post-2006, Generation is limited to supplying no more than 35% of ComEd's load through annual auctions
 - Better fit with generation mix than current arrangement where Generation is sole supplier to ComEd
 - Load obligations will be "slice of the system" – suppliers provide capacity, base load, intermediate and peaking energy and ancillary services
 - Excess supply will be sold bi-laterally to other market participants

Notes: Approximate 25,000 GWhr projected decrease in supply after 2006 reflects a reduction in purchased power. Chart representation for illustrative purposes only.

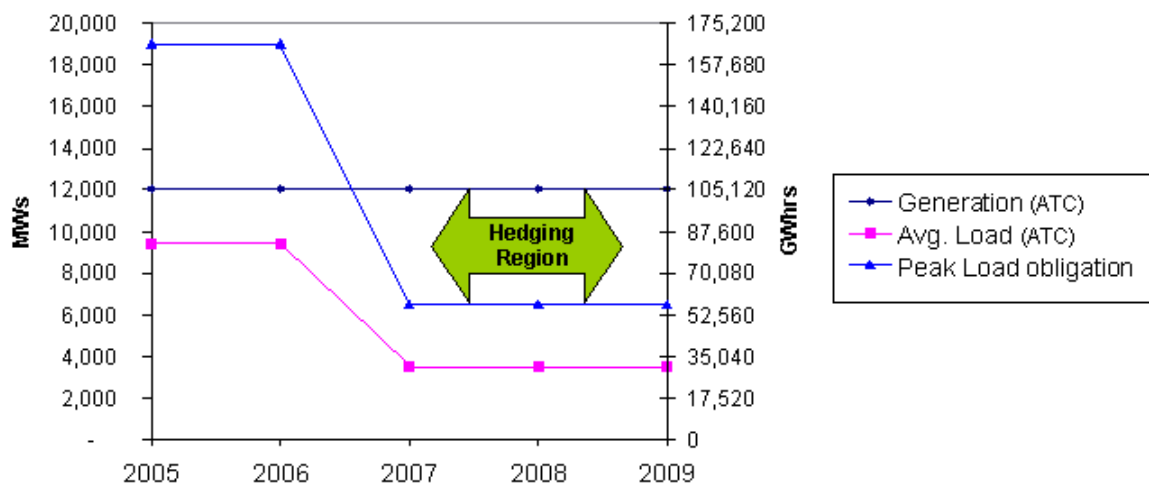
The upcoming transition to power procurement auctions in Illinois reduces Generation's load-following risk, while allowing it to capture the full market value of its Midwest generation portfolio

* POLR = Provider of Last Resort



Managing the Transition to Power Auctions in IL

Generation and Load - Midwest Portfolio



Note: Assumes 35% participation cap

The end of the ComEd PPA will allow Generation to better match assets with sales in the most profitable manner



Energy Delivery's Competitive Position

- **Large and growing customer base**
- **Low-risk distribution assets**
- **Improving operations and customer satisfaction**
- **Transitioning out of rate freeze/cap environment**
 - ComEd: end of 2006
 - PECO: end of 2010

ComEd Regulatory Update

Distribution Rate Case

- ICC Order provided for \$8M increase, vs. the Administrative Law Judges' (ALJs') Proposed Order of \$164M and ComEd's original request of \$317M
- On August 30, ICC voted 5-0 to grant key elements of ComEd's request for rehearing
- Due to the ICC Order, ComEd and Exelon will record an after-tax impairment charge of ~\$741M in 3Q06 based on results of ComEd's interim goodwill impairment analysis

IL Auction

- Illinois Supreme Court and Appellate Court denied the Illinois Attorney General's request to stay auction; Appellate Court will consider all appeals
- Auction began September 5th (NJ auctions have taken 2-7 days to complete)
- Auction Manager and ICC Staff reports to the ICC (2 days after auction closes)
- ICC decides whether to reject or accept results (5 days after auction closes)

Residential Rate Stabilization Case

- On August 29, ComEd submitted a modified plan that ICC Staff supports:
 - "10/10/10" caps from 2007 to 2009; deferral recovery from 2010 to 2012 with 6.5% annual carrying charge
 - An "opt-in" feature for customers to enroll through August 22, 2007
 - ICC decision anticipated late November 2006

Annual Investor Conference Preview

Conference Agenda

- 2006 Performance
- Strategic Direction
- Operations and Regulatory Update
- Results of Financial Policy Alignment Initiative
- 2007 Financial Projections and Key Assumptions by Operating Company

Ensuring alignment of key financial policies:

- Commodity hedging
- Financing plan
 - Liquidity
 - Capital structure
 - Credit targets
- Spending plan
 - Capital expenditures
 - O&M expenses
- Growth plan
- “Value Return” policy
 - Dividends
 - Share buy-backs
- Risk controls

Exelon's Conference is scheduled for December 12th in Chicago

Given our changing business profile, we are taking a fresh look at all of our key financial policies to ensure optimal alignment

Exelon.

Merger Update

Merger Update – NJ Negotiations

- NJ BPU approval is the final regulatory action needed to complete the merger
- Series of discussions conducted with parties in NJ to arrive at “best offer” proposal
- Exelon and PSEG Boards will reassess and make final decision once NJ requirements are known
- Exelon announced an approximate \$55M pre-tax write-off of capitalized merger costs in 3Q06 due to management’s determination that probability of merger completion is no longer “more likely than not”

Exelon[®]

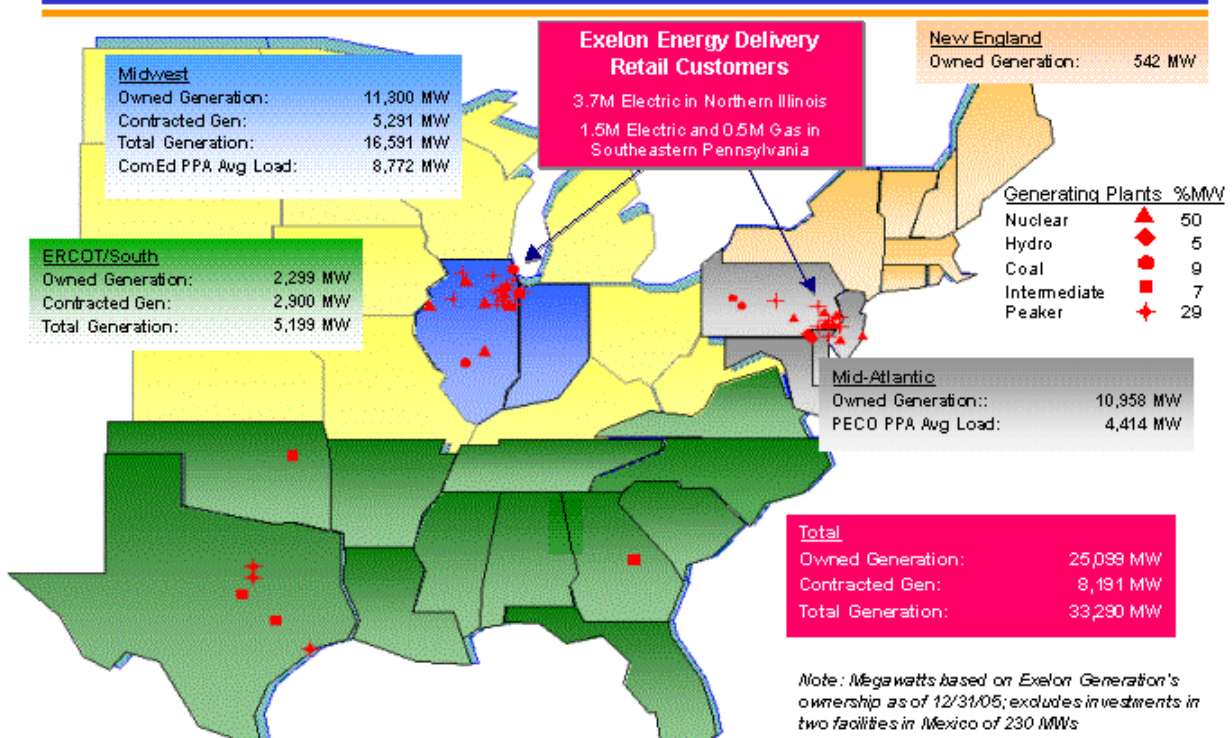


PSEG

**Lehman Brothers
2006 CEO Energy/Power Conference
New York City
September 6, 2006**

Appendix – Additional Information

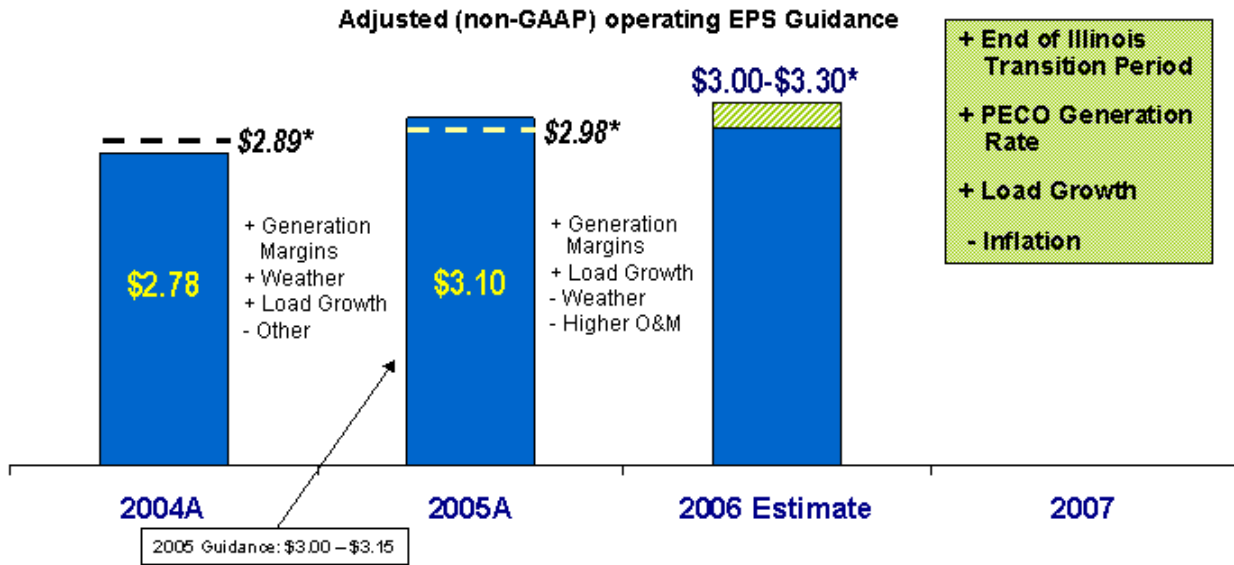
Our Regional Positions



Exelon is positioned as a multi-regional, baseload producer with merchant activity in the South



Exelon's EPS Drivers: 2004 - 2007

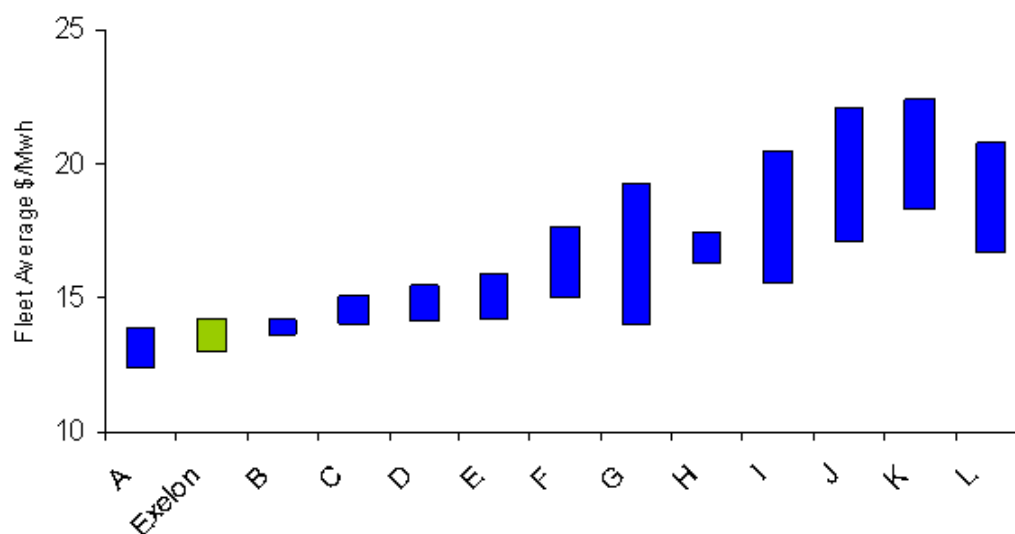


Strong earnings growth is continuing in 2006 and will accelerate in 2007

* Weather normalized: 2004 – excludes \$0.11/share unfavorable impact vs. normal; 2005 – excludes \$0.12/share favorable impact vs. normal; 2006E – excludes \$0.08/share unfavorable impact vs. normal
 Note: See presentation appendix for adjusted (non-GAAP) operating EPS reconciliations to GAAP

Exelon Nuclear Performance – Cost Management

Range of Nuclear Production Costs (2001-2005)

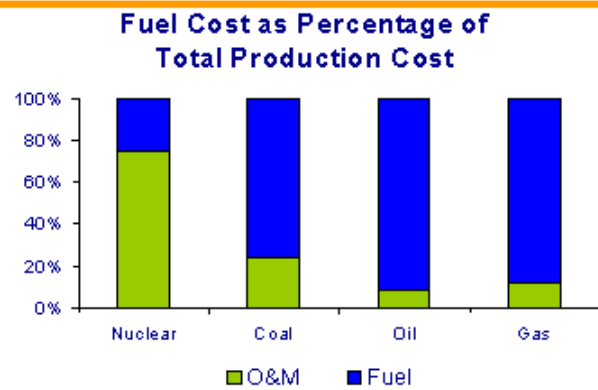
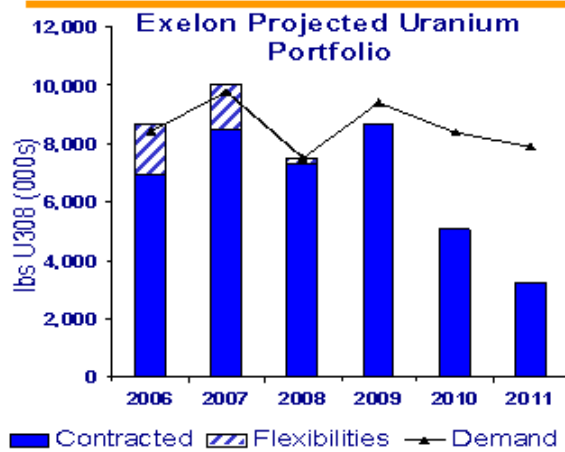


Source: Electric Utility Cost Group

Exelon Nuclear's production cost is consistently lower than the industry average; YTD cost was \$14/MWh

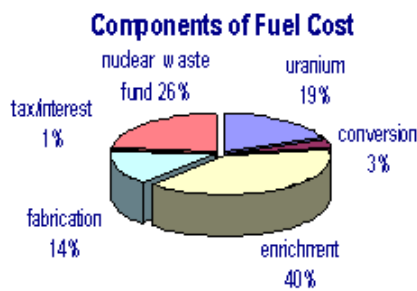


Nuclear Performance – Fuel Costs



Uranium market prices have increased, but Exelon is managing its portfolio

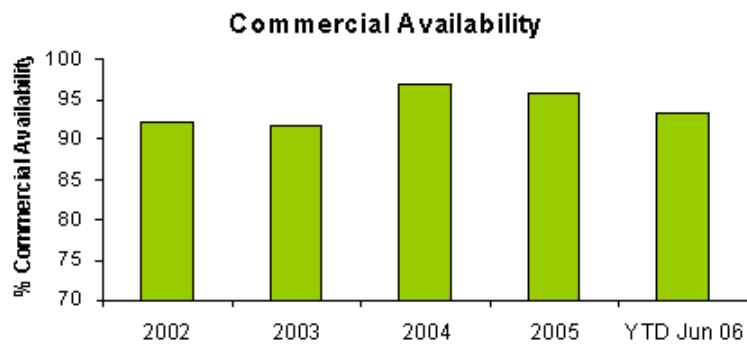
- Reduced uranium consumption by 25%
- Contracting strategy protects us from increases through 2008
- Uranium is a small component of total production cost
- Expect long-term prices in \$20-25/lb. range due to new uranium production



Exelon Nuclear is managing fuel costs



Exelon Power Performance - Reliability



Targeted capital investment and sound operating fundamentals driving fleet efficiency and reliability

- Market-driven investments in plant improvements that increase unit profitability
- Material condition improvement resulting in improved unit reliability, heat rate and capacity
- Capitalizing on market opportunities through improved operating flexibility and market responsiveness

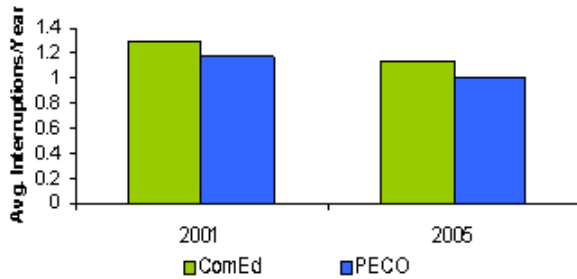
Application of Management Model has resulted in improved operations

Exelon Power is well positioned to capitalize on market opportunities

Exelon.

Improved Delivery Service Performance

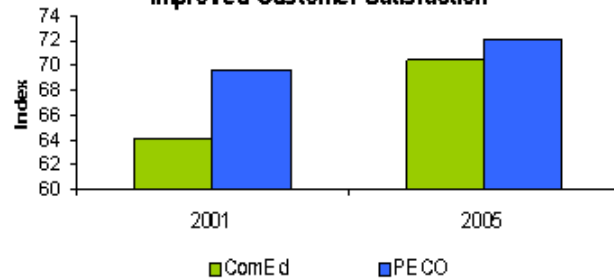
Fewer Interruptions (Frequency)



- Investing in T&D system
- Improving material condition of gas distribution system
- Completing high-impact maintenance

- Creating customer-focused culture
- Enhancing customer outage communications
- “Telling our story” through media outreach
- Achieved five-year high in customer satisfaction at PECO

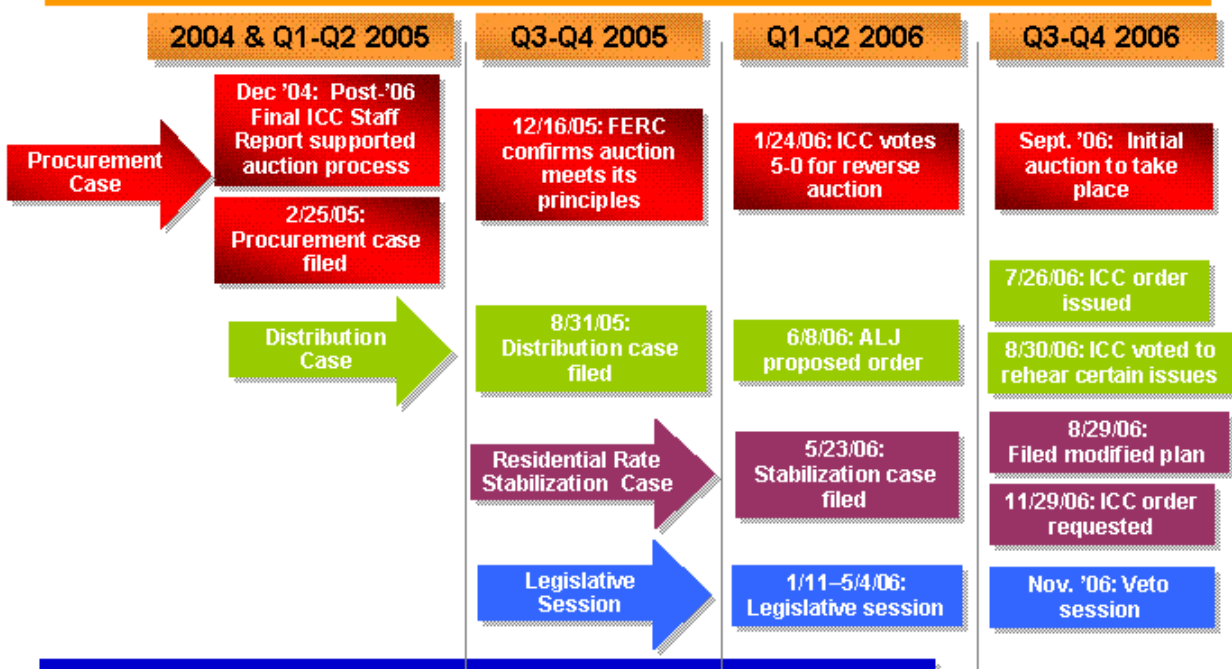
Improved Customer Satisfaction



ComEd and PECO initiatives are leading to improved reliability and customer satisfaction



Meeting the Regulatory Challenge



Rates frozen since 1997 and subsequently reduced 20%. ComEd's mitigation proposal would ease residential customers' transition to cost-based rates. New rates effective January 2, 2007.



ComEd Rate Case Summary

While the Administrative Law Judges' (ALJs) Proposed Order provided for a revenue increase of \$164M compared to ComEd's original request of \$317M, the ICC Order provided for only an \$8M increase

| (\$ in millions) | Revenue Requirement | Revenue Increase |
|---|---------------------|------------------|
| Original request | \$1,895 | \$317 |
| Final position – ComEd brief | \$1,857 | (\$38) |
| ROE @ 10.045% / Capital Structure @ 42.86% equity | \$1,732 | (\$125) |
| Pension asset | \$1,662 | (\$70) |
| Administrative & General expenses | \$1,601 | (\$61) |
| ComEd incentive compensation | \$1,591 | (\$10) |
| Other ICC adjustments | \$1,586 | (\$ 5) |
| Approved increase in distribution rate revenue | | \$8M |

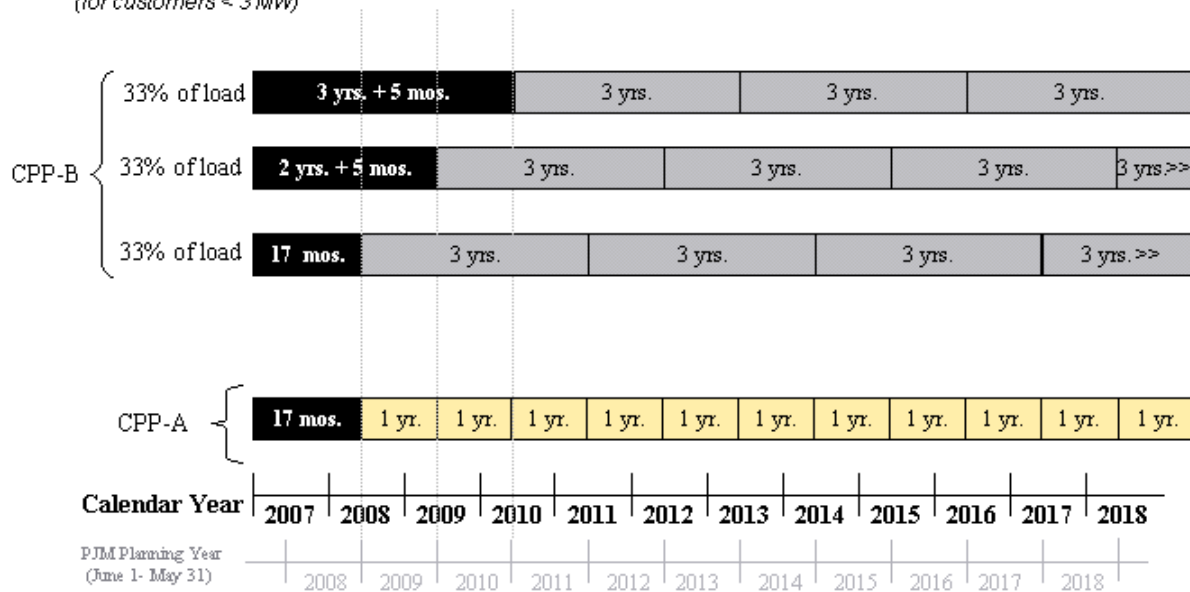
ComEd Rate Case Update

- The ICC Order provided for only an \$8M increase, versus the Administrative Law Judges' (ALJs') Proposed Order of \$164M and ComEd's original request of \$317M
- On August 30, ICC voted 5-0 to rehear several key issues that ComEd sought for rehearing
 - ICC has 150 days to complete rehearing process
- **Key issues on rehearing**
 - Administrative & General Expense: Seeking approval of disallowed costs (\$61M improvement to ICC Order)
 - Pension Asset: Seeking to recover pension expense as if ComEd had funded contribution through debt or, alternatively, to recover pension expense as if contribution had never been made (\$27-\$35M improvement to Order)
 - Common Equity Ratio: Seeking to establish a 46% common equity ratio as recommended in ALJs' Proposed Order, rather than the ICC Order's 42.86% common equity ratio (\$17M improvement to Order)
 - Governmental Consolidated Billing (GCB) Rider: Seeking to either eliminate the Rider or ensure acceptable allocation of annual subsidy (\$36-\$62M) to other customers

Term Structures for Fixed Price Auctions

ComEd Energy Procurement Plan

(for customers < 3 MW)



Transitional contracts shown in black.

Notes: CPP-A is the auction for the annual fixed price product. It is the default service for customers between 400 kW and 3 MW. CPP-B is the auction for the blended fixed price products (blended 3-year contracts) applicable to residential and small commercial customers below 400 kW.



ComEd – Auction Process

September 5 – ???



- NERA will be the Auction Manager under the oversight of the ICC Staff
- The auction is conducted in rounds for which the Auction Manager announces a price for each product
- Bidders bid for number of tranches they would serve for each product at the announced prices
- If excess supply, price for product is reduced in the next round until no excess is left
- Bidders holding final bids when auction closes are the winners

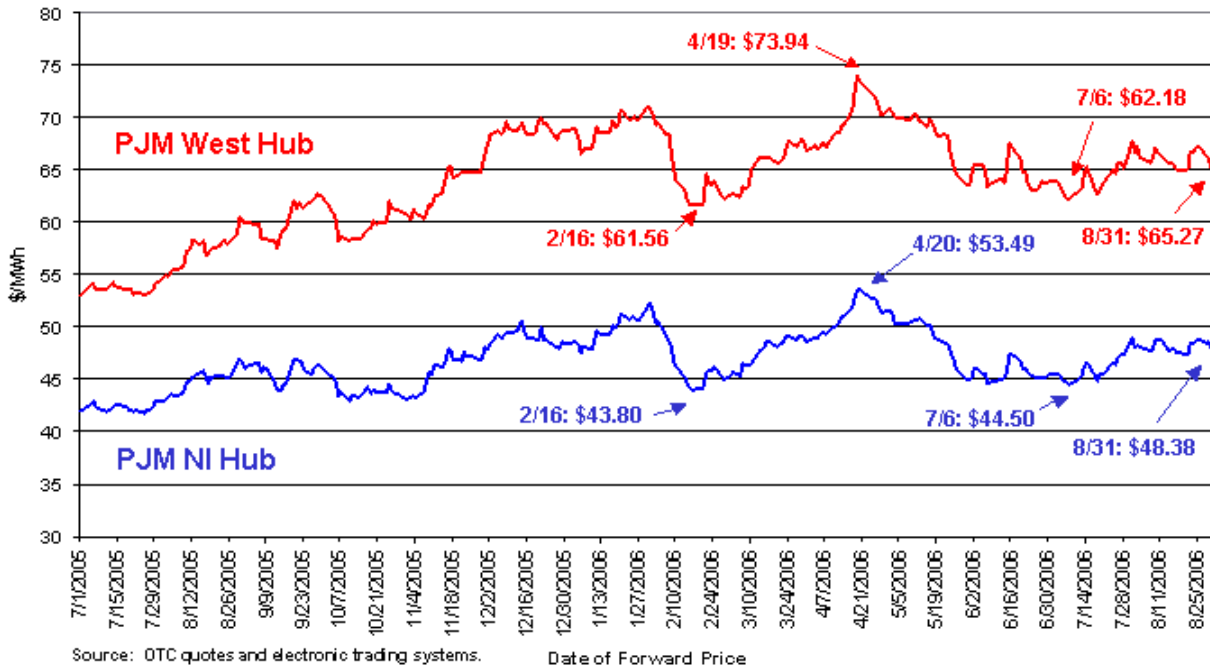
~ September 8 – Jan 1, 2007



- Within 2 business days of auction close, Auction Manager and ICC Staff issue confidential reports to the Commission
- Within 5 business days of auction close, Commission decides if it will initiate investigation – if no investigation, results will go into effect
- ComEd files compliance tariffs with final retail rates
- ComEd signs Supplier Forward Contracts with winning suppliers within 3 business days after ICC review
- Enrollment window for customers 400 kW–3 MW begins
- Auction Manager and Staff submit public report with winners 30 days prior to delivery
- 1/1/07 Power flows

Exelon.

2007 Around-the-Clock Historical Forward Prices



As Exelon becomes a more commodity-driven business, wholesale power price movements will have an increasing impact on corporate earnings.



Current Market Prices

| | Units | 2004 ¹ | 2005 ¹ | 2006 ⁵ | 2007 ⁶ | 2008 ⁶ |
|---|-------------|--------------------|--------------------|-------------------|-------------------|-------------------|
| PRICES (as of August 31, 2006) | | | | | | |
| PJM West Hub ATC | (\$/MWh) | 42.35 ² | 60.92 ² | 55.92 | 65.27 | 63.32 |
| PJM NHub ATC | (\$/MWh) | 30.15 ² | 46.39 ² | 42.58 | 48.38 | 48.61 |
| NEPOOL MASS Hub ATC | (\$/MWh) | 52.13 ² | 76.65 ² | 65.06 | 84.89 | 81.17 |
| ERCOT North On-Peak | (\$/MWh) | 49.53 ³ | 76.90 ³ | 63.03 | 84.95 | 81.98 |
| Henry Hub Natural Gas | (\$/MMBTU) | 5.85 ⁴ | 8.85 ⁴ | 7.27 | 9.25 | 8.94 |
| WTI Crude Oil | (\$/bbl) | 41.48 ⁴ | 56.62 ⁴ | 69.75 | 74.75 | 74.77 |
| PRB 8800 | (\$/Ton) | 5.97 | 8.06 | 12.90 | 9.90 | 11.40 |
| NAPP 3.0 | (\$/Ton) | 60.25 | 52.42 | 43.14 | 42.63 | 43.30 |
| ON PEAK HEAT RATES (as of August 31, 2006) | | | | | | |
| PJM West Hub / Tocco M3 | (MMBTU/MWh) | 7.57 | 7.92 | 8.56 | 7.95 | 7.86 |
| PJM NHub / Chicago City Gate | (MMBTU/MWh) | 7.18 | 7.29 | 7.90 | 7.50 | 7.61 |
| ERCOT North / Houston Ship Channel | (MMBTU/MWh) | 8.68 | 9.60 | 9.31 | 9.88 | 9.74 |

1. 2004 and 2005 are actual settled prices.

2. Real Time LMP (Locational Marginal Price)

3. Next day over-the-counter market

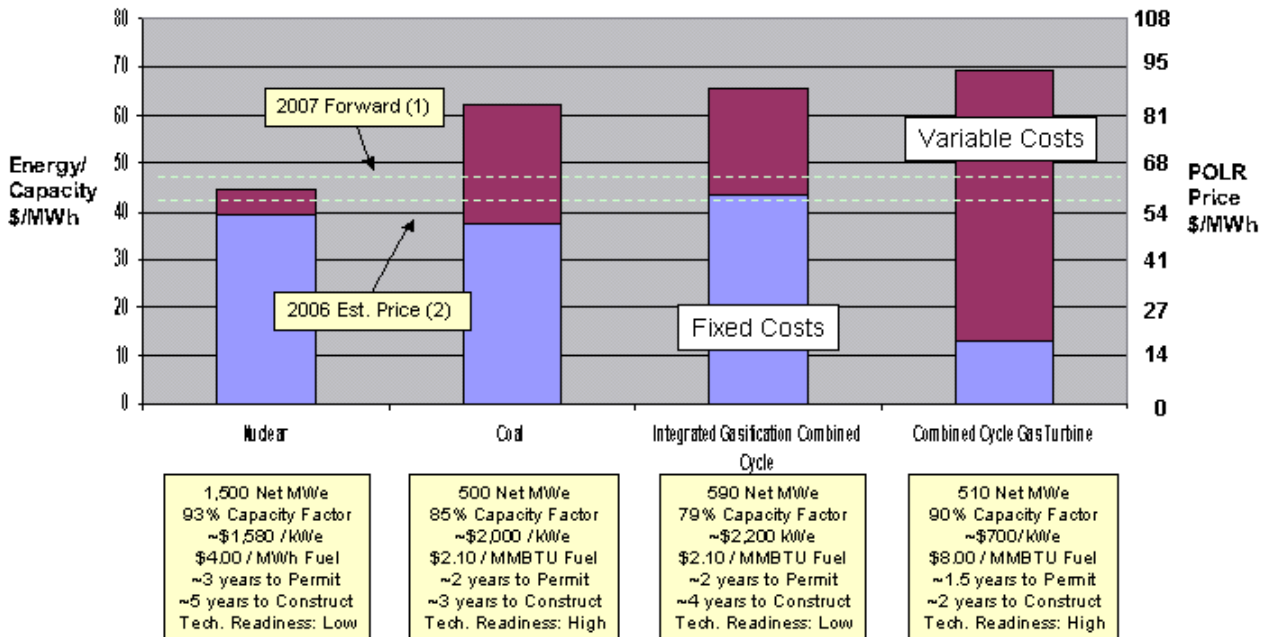
4. Average NYMEX settle prices

5. 2006 information is a combination of actual prices through August 31, 2006 and market prices for the balance of the year

6. 2007 and 2008 are forward market prices as of August 31, 2006



Break-Even Price for New Construction – 2006\$



Global Assumptions: Costs exclude carbon capture; 40-year plant life; 9% after-tax weighted avg. cost of capital; 40% tax rate; 3% cost escalation. Fixed costs include fixed O&M, capital and return on capital. Variable costs include variable O&M, fuel and emissions costs. Fuel assumptions are IL #6 (coal) and ComEd City Gate (gas). POLR price assumed to be 1.35 x energy + capacity (equivalent to 1.5 x energy only) for base-loaded plants. (1) PJM NiHub forward for Cal 2007 ATC (\$48.38/MWh on 8/31/06). (2) 2006 estimated price is a combination of actual ATC prices for PJM NiHub through August 31, 2006 and market prices for the balance of the year (\$42.58/MWh).



Projected 2006 Key Credit Measures

| (Stand-alone) | | | S&P Credit Ratings ⁽¹⁾ | "A" Target Range ⁽²⁾ |
|-----------------------------|----------------|--------------------|-----------------------------------|---------------------------------|
| Exelon Consolidated: | FFO / Interest | 5.6x | BBB | 4.5x – 6.5x |
| | FFO / Debt | 27% | | 30% – 45% |
| | Debt Ratio | 53% ⁽³⁾ | | |
| Generation: | FFO / Interest | 11.2x | BBB+ | 5.5x – 7.5x |
| | FFO / Debt | 77% | | 40% – 55% |
| | Debt Ratio | 35% | | |
| ComEd: | FFO / Interest | 3.8x | A- | 3.5x – 4.2x |
| | FFO / Debt | 17% | | 20% – 28% |
| | Debt Ratio | 39% ⁽³⁾ | | |
| PECO: | FFO / Interest | 5.5x | A- | 3.5x – 4.2x |
| | FFO / Debt | 19% | | 20% – 28% |
| | Debt Ratio | 52% | | |

Exelon's Balance Sheet is strong

Notes: Exelon consolidated, ComEd and PECO metrics exclude securitization debt. See presentation appendix for FFO (Funds from Operations)/Interest and and FFO/Debt reconciliations to GAAP.

⁽¹⁾ Senior unsecured ratings for Exelon and Generation and senior secured ratings for ComEd and PECO; ⁽²⁾ Based on S&P Business Profiles 7, 8 and 4 for Exelon, Generation, and ComEd and PECO, respectively; ⁽³⁾ Reflects \$0.7 billion ComEd goodwill write off in 2006



GAAP EPS Reconciliation 2000-2002

| | |
|--|---------------|
| 2000 GAAP Reported EPS | \$1.44 |
| Change in common shares | (0.53) |
| Extraordinary items | (0.04) |
| Cumulative effect of accounting change | -- |
| Unicom pre-merger results | 0.79 |
| Merger-related costs | 0.34 |
| Pro forma merger accounting adjustments | (0.07) |
| 2000 Adjusted (non-GAAP) Operating EPS | \$1.93 |
| | |
| 2001 GAAP Reported EPS | \$2.21 |
| Cumulative effect of adopting SFAS No. 133 | (0.02) |
| Employee severance costs | 0.05 |
| Litigation reserves | 0.01 |
| Net loss on investments | 0.01 |
| CTC prepayment | (0.01) |
| Wholesale rate settlement | (0.01) |
| Settlement of transition bond swap | -- |
| 2001 Adjusted (non-GAAP) Operating EPS | \$2.24 |
| | |
| 2002 GAAP Reported EPS | \$2.22 |
| Cumulative effect of adopting SFAS No. 141 and No. 142 | 0.35 |
| Gain on sale of investment in AT&T Wireless | (0.18) |
| Employee severance costs | 0.02 |
| 2002 Adjusted (non-GAAP) Operating EPS | \$2.41 |

The logo for Exelon, featuring the word "Exelon" in a blue sans-serif font with a green leaf-like symbol integrated into the letter "o".

GAAP EPS Reconciliation 2003-2005

| | |
|--|---------------|
| 2003 GAAP Reported EPS | \$1.38 |
| Boston Generating impairment | 0.87 |
| Charges associated with investment in Sithe Energies, Inc. | 0.27 |
| Severance | 0.24 |
| Cumulative effect of adopting SFAS No. 143 | (0.17) |
| Property tax accrual reductions | (0.07) |
| Enterprises' Services goodwill impairment | 0.03 |
| Enterprises' impairments due to anticipated sale | 0.03 |
| March 3 ComEd Settlement Agreement | 0.03 |
| 2003 Adjusted (non-GAAP) Operating EPS | \$2.61 |
| | |
| 2004 GAAP Reported EPS | \$2.78 |
| Charges associated with debt repurchases | 0.12 |
| Investments in synthetic fuel-producing facilities | (0.10) |
| Severance | 0.07 |
| Cumulative effect of adopting FIN No. 46-R | (0.05) |
| Settlement associated with the storage of spent nuclear fuel | (0.04) |
| Boston Generating 2004 impact | (0.03) |
| Charges associated with investment in Sithe Energies, Inc. | 0.02 |
| Costs related to proposed merger with PSEG | 0.01 |
| 2004 Adjusted (non-GAAP) Operating EPS | \$2.78 |
| | |
| 2005 GAAP Reported EPS | \$1.36 |
| Investments in synthetic fuel-producing facilities | (0.10) |
| Charges related to Exelon's anticipated merger with PSEG | 0.03 |
| Impairment of ComEd's goodwill | 1.78 |
| 2005 financial impact of Generation's investment in Sithe | (0.03) |
| Cumulative effect of adopting FIN No. 46-R | 0.06 |
| 2005 Adjusted (non-GAAP) Operating EPS | \$3.10 |

The Exelon logo consists of the word "Exelon" in a blue, sans-serif font. The letter "o" is stylized with a green leaf-like shape inside it. A horizontal line is positioned below the logo.

GAAP EPS Reconciliation 1H 2006/2005

Six Months Ended June 30, 2006 and 2005

| | |
|---|---------------|
| 2005 GAAP Reported EPS | \$1.53 |
| Mark-to-market | (0.03) |
| Investments in synthetic fuel-producing facilities | (0.07) |
| Charges associated with Exelon's anticipated merger with PSEG | 0.01 |
| 2005 financial impact of Generation's investment in Sithe | (0.02) |
| 2005 Adjusted (non-GAAP) Operating EPS | \$1.42 |
| 2006 GAAP Reported EPS | \$1.55 |
| Mark-to-market | (0.03) |
| Investments in synthetic fuel-producing facilities | 0.06 |
| Charges associated with Exelon's anticipated merger with PSEG | 0.02 |
| Nuclear decommissioning obligation reduction | (0.13) |
| Severance charges and 2006 financial impact of Generation's prior investment in Sithe | 0.01 |
| 2006 Adjusted (non-GAAP) Operating EPS | \$1.48 |

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2006 Exelon Earnings Guidance

Exelon's outlook for 2006 adjusted (non-GAAP) operating earnings excludes the earnings impacts of the following:

- mark-to-market adjustments from non-trading activities
- investments in synthetic fuel-producing facilities
- certain costs associated with the proposed merger with PSEG
- significant impairments of intangible assets, including a potential impairment of ComEd's goodwill in the third quarter
- significant changes in decommissioning obligation estimates
- certain amounts to be recovered by ComEd as approved in the July 26, 2006 ICC rate order, specifically, previously incurred severance costs and losses on extinguishments of long-term debt
- other unusual items, including any future changes to GAAP

FFO Calculation and Ratios

Net Income
 Add back non-cash items:
 + Depreciation, amortization (including nucl fuel amortization), AFUDC/Cap Int
 + Change in Deferred Taxes
 + Gain on Sale and Extraordinary Items
 + Trust-Preferred Interest Expense
 - Transition Bond Principal Paydown

FFO

FFO Interest Coverage

FFO + Adjusted Interest

Adjusted Interest

Net Interest Expense (Before AFUDC & Cap Interest)

- Trust-Preferred Interest Expense
 - Transition Bond Interest Expense
 + 10% of PV of Operating Leases

Adjusted Interest

FFO Debt Coverage

FFO

Adjusted Average Debt (1)

Debt:

LTD

STD

- - Transition Bond Principal Balance

Add debt equivalents:

+ A/R Financing

+ PV of Operating Leases

Adjusted Debt

(1) Use average of prior year and current year adjusted debt balance

Debt to Total Cap

Adjusted Book Debt

Total Adjusted Capitalization

Debt:

LTD

STD

- - Transition Bond Principal Balance

Adjusted Book Debt

Capitalization:

Total Shareholders' Equity

Preferred Securities of Subsidiaries

Adjusted Book Debt

Total Adjusted Capitalization

Note: FFO and Debt related to non-recourse debt are excluded from the calculations.