

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 Employer Identification Number
1-16169	EXELON CORPORATION (a Pennsylvania corporation) 10 South Dearborn Street - 37th Floor P.O. Box 805379 Chicago, Illinois 60680-5379 (312) 394-4321	23-2990190
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	36-0938600
1-1401	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) 765-8200	23-3064219

Item 9. Regulation FD Disclosure

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 Site 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

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

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

May 14, 2002

Exelon Generation Company --

A Measure of Our Strength

Ruth Ann M. Gillis  
Senior Vice President and CFO

Salomon Smith Barney  
Power & Merchant Energy 2002 Conference  
May 14, 2002

[logo for Exelon]

#### 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. 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.

[logo for Exelon]

Exelon Corporation

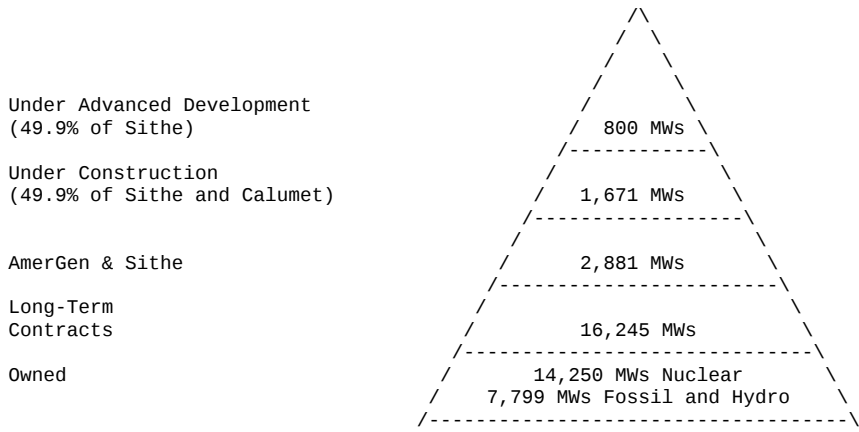
Our Integrated Business Strategy Creates Value and Reduces Risk.

- Exelon Energy Delivery
- Exelon Generation
- Exelon Enterprises

[LOGO FOR EXELON]

Exelon Generation Company, LLC

More than 40,000 Mws of Power:



[LOGO FOR EXELON]

Just Being Big is Not Enough!

More than 40,000 MWs of Flexible and Diversified Power  
-----

Long-Term Contracts:

Seller	Location	Capacity (MW)	Expiration
Midwest Generation, LLC	Various in IL	9,105	2004
Kincaid Generation, LLC	Kincaid, IL	1,158	2012
Tenaska Georgia Partners, LP	Franklin, GA	900	2029
Tenaska Frontier, Ltd	Shiro, TX	830	2020
Others	Various	4,252	2002 to 2022
		-----	
Total		16,245	

[LOGO FOR EXELON]



Midwest Gen Contract Provides Flexibility

Midwest Generation Power Purchase Agreement (part 1)

Coal Power Purchase Agreement:

Contract Year	Contracted Capacity (MW)	Available Option Capacity (MW)
1 - 2000	5,005	640
2 - 2001	4,535	1,110
3 - 2002	4,013	1,632
4 - 2003	1,696	3,949
5 - 2004	1,696	3,949

[LOGO FOR EXELON]

Midwest Gen Contract Provides Flexibility

Midwest Generation Power Purchase Agreement (part 2)

Collins Power Purchase Agreement:

- 2,698 Mws under contract
- Term: 2000-2004, subject to earlier termination in whole or in part by ComEd
- In years 3-5, ComEd has option to drop units from contract

Peaking Unit Power Purchase Agreement:

- 943.6 Mws under contract
- Term: 2000-2004, subject to earlier termination in whole or in part by ComEd
- In years 3-5, ComEd has option to drop units from contract

[LOGO FOR EXELON]

Just Being Big is Not Enough!

More than 40,000 MWs of Flexible and Diversified Power  
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Generation Portfolio Profile (estimated):

- Fuel mix: 35% nuclear, 19% coal, 3% hydro, and 43% gas/oil
- Geographic mix: 55% in MAIN, 24% in MAAC, and the balance in 6 different regions
- Dispatch mix: 65% base-load, 16% intermediate and 19% peaking

[LOGO FOR EXELON]

TXU Power Plant Purchase

TXU Asset Purchase is Already Contributing:

- Purchase completed 4/25/02
- 893-MW Mountain Creek Station and 1,441-MW Handley Station
- 5-year tolling agreement May through September
- Contributed \$275,000 to gross margin in April

[LOGO FOR EXELON]

## Exelon Generation Business Strategy

- Grow our generation portfolio
- Drive cost and operational leadership through proven fleet management and economies of scale
- Optimize the value of our low-cost generation portfolio through our marketing expertise

[LOGO FOR EXELON]

Exelon Generation Competitive Strengths

- Critical mass of generation capacity and economies of scale
  - Competitive low-cost fleet of generating assets
- Strategically integrated
  - Fully integrated assets and operations
  - Supply and distribution channels are open within one portfolio
- Asset-backed physical deliveries
  - In 2001, less than 4% of sales represented transactions for trading purposes
  - Mark-to-market earnings are not a material earnings factor
- Large affiliate retail hedge
- Strong balance sheet and credit quality

[LOGO FOR EXELON]

Exelon Generation Company -  
A Measure of our Strength

[LOGO FOR EXELON]

[LOGO FOR EXELON]

Overview of Generation Assets and Investments

Our generation assets and investments at April 30, 2002 consist of the following:

Type of Capacity	Capacity (MW)
Owned Generation Assets(1)	
Nuclear . . . . .	14,250
Fossil . . . . .	6,215
Hydro . . . . .	1,584
	-----
	22,049
Long-Term Contracts(2)	16,245
AmerGen and Sithe(1)	2,881
	-----
Available Resources	41,175
Under Construction or in Advanced Development(2)	2,471
	-----
Total Generating Resources	43,646
	-----

(2) Based on Generation's ownership.  
(1) Contracts range from 1 to 29 years.



## Owned Generation Assets

The following table sets forth at December 31, 2001 the net generation capacity of, and other information about, the stations that we own directly (1):

Fuel/Technology	Station	Location	No of Units	% Owned (2)	Primary Fuel Type	Dispatch Type	Net Generation Capacity MW (3)	
Nuclear (4)	Braidwood	Braidwood, IL	2		Uranium	Base-load	2,372	
	Byron	Byron, IL	2		Uranium	Base-load	2,391	
	Dresden	Morris, IL	2		Uranium	Base-load	1,659	
	LaSalle County	Seneca, IL	2		Uranium	Base-load	2,298	
	Limerick	Limerick Twp., PA	2		Uranium	Base-load	2,312	
	Peach Bottom	Peach Bottom Twp., PA	2	50.00	Uranium	Base-load	1,112 (5)	
	Quad Cities	Cordova, IL	2	75.00	Uranium	Base-load	1,172 (5)	
	Salem	Hancock's Bridge, NJ	2	42.59	Uranium	Base-load	934 (5)	
							=====	14,250
Fossil (Steam Turbines)	Cromby 1	Phoenixville, PA	1		Coal	Base-load	144	
	Cromby 2	Phoenixville, PA	1		Oil/Gas	Intermediate	201	
	Delaware	Philadelphia, PA	2		Oil	Peaking	250	
	Eddystone 1,2	Eddystone, PA	2		Coal	Base-load	581	
	Eddystone 3,4	Eddystone, PA	2		Oil/Gas	Intermediate	760	
	Schuylkill	Philadelphia, PA	1		Oil	Peaking	166	
	Conemaugh	New Florence, PA	2	20.72	Coal	Base-load	352 (5)	
	Keystone	Shelocta, PA	2	20.99	Coal	Base-load	357 (5)	
	Fairless Hills	Falls Twp., PA	2		Landfill Gas	Peaking	60	
	Mountain Creek 8	Dallas, TX	1		Gas	Intermediate	550	
	Handley 3	Fort Worth, TX	1		Gas	Intermediate	400	
	Mountain Creek	Dallas, TX	4		Gas	Peaking	343	
	Handley	Fort Worth, TX	4		Gas	Peaking	1,041	
							=====	5,205
Fossil (Combustion Turbines)	Chester	Chester, PA	3		Oil	Peaking	39	
	Croydon	Bristol Twp., PA	8		Oil	Peaking	380	
	Delaware	Philadelphia, PA	4		Oil	Peaking	56	
	Eddystone	Eddystone, PA	4		Oil	Peaking	60	
	Falls	Falls Twp., PA	3		Oil	Peaking	51	
	Moser	Lower Pottsgrove Twp., PA	3		Oil	Peaking	51	
	Pennsbury	Falls Twp., PA	2		Landfill Gas	Peaking	6	
	Richmond	Philadelphia, PA	2		Oil	Peaking	96	
	Schuylkill	Philadelphia, PA	2		Oil	Peaking	30	
	Southwark	Philadelphia, PA	4		Oil	Peaking	52	
	Salem	Hancock's Bridge, NJ	1	42.59	Oil	Peaking	16 (5)	
	LaPorte	LaPorte, TX	4		Gas	Peaking	160	
							=====	997
	Fossil (Internal Combustion/Diesel)	Cromby	Phoenixville, PA	1		Oil	Peaking	3
Delaware		Philadelphia, PA	1		Oil	Peaking	3	
Schuylkill		Philadelphia, PA	1		Oil	Peaking	3	
Conemaugh		New Florence, PA	4	20.72	Oil	Peaking	2 (5)	
Keystone		Shelocta, PA	4	20.99	Oil	Peaking	2 (5)	
						=====	13	
Hydroelectric Pumped Storage	Conowingo	Harford Co., MD	11		Hydro	Base-load	512	
	Muddy Run	Lancaster Co., PA	8		Hydro	Intermediate	1,072	
						=====	1,584	
Total			111				22,049	

(1) Includes TXU plants purchased on April 25, 2002.

(2) 100%, unless otherwise indicated.

(3) For nuclear stations, except Salem, capacity reflects the annual mean rating. All other stations, including Salem, reflect a summer rating.

(4) All nuclear stations are boiling water reactors except Braidwood, Byron and Salem, which are pressurized water reactors.

(5) Generation's portion.

We operate all of the facilities except for Salem, which is operated by PSEG Nuclear LLC, Keystone and Conemaugh, which are operated by Reliant Energy, and LaPorte, which is operated by Air Products.



[EXELON LOGO]

The following table sets forth the capacity factors for our nuclear facilities for the last five years.

Capacity Factors of Our Nuclear Facilities	Year Ended December 31,				
	1997	1998	1999	2000	2001
Nuclear facilities previously owned by PECO	90%	86%	93%	92%	93%
Nuclear facilities previously owned by ComEd(1)	49	65	89	93	95

(1) The capacity factors for 1997 through 1999 reflect the shutdown of LaSalle and Zion for portions of the period.

Licenses. We have 40-year operating licenses for each of our nuclear units. We applied to the NRC in July 2001 for extension of the Peach Bottom 2 and 3 licenses and we expect to apply for the extension of the operating license for Dresden 2 and 3 and Quad Cities in 2003. AmerGen is reviewing the potential for license extensions for Oyster Creek and Three Mile Island. Each requested license extension is expected to be for 20 years beyond the current license period. The following table summarizes operating license expiration dates for our nuclear facilities in service.

Station	Unit	In-Service Date	Current License Expiration
Braidwood	1	1988	2026
	2	1988	2027
Byron	1	1985	2024
	2	1987	2026
Dresden	2	1970	2009
	3	1971	2011
	1	1984	2022
LaSalle	2	1984	2023
	1	1973	2012
Quad Cities	2	1973	2012
	1	1986	2024
Limerick	2	1990	2029
	1	1974	2013
Peach Bottom	2	1974	2013
	3	1974	2014
Salem	1	1977	2016
	2	1981	2020

## Long-Term Contracts

Seller	Location	Capacity (MW)	Expiration
Midwest Generation, LLC	Various in Illinois	9,105	2004
Kincaid Generation, LLC	Kincaid, Illinois	1,158	2012
Tenaska Georgia Partners, LP	Franklin, Georgia	900	2029
Tenaska Frontier, Ltd	Shiro, Texas	830	2020
Others	Various	4,252	2002 to 2022
		-----	
Total		16,245	

In 2001, approximately 37% of our sales were of purchased power.

## Long-Term Commitments

At December 31, 2001, we had long-term commitments, relating to the purchase and sale of energy, capacity and transmission rights from unaffiliated utilities and others, including the Midwest Generation and AmerGen contracts, as expressed in the following table:

(in millions)	Capacity Purchases	Power-Only Purchases	Power-Only Sales	Transmission Rights Purchases
	-----	-----	-----	-----
2002	\$1,005	\$ 551	\$1,803	\$139
2003	1,214	345	666	11
2004	1,222	346	219	15
2005	406	264	139	15
2006	406	250	58	5
Thereafter	3,657	2,321	22	-
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Total	\$7,910	\$4,077	\$2,907	\$205
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## SITHE ASSETS

The following table shows Sithe's principal assets as of December 31, 2001.

Type of Plant	Station	Location	No. of Units	Fuel	Dispatch Type	Net Generation Capacity (MW)	
Merchant Plants	Batavia	New York	1	Gas	Intermediate	50	
	ForeRiver 1, 2	Massachusetts	2	Oil	Peaking	26	
	Framingham 1, 2, 3	Massachusetts	3	Oil	Peaking	37	
	Massena	New York	1	Gas/Oil	Intermediate	66	
	Mystic 4, 5, 6, 7	Massachusetts	4	Oil	Intermediate	995	
	Mystic CT	Massachusetts	1	Oil	Peaking	11	
	New Boston 1, 2	Massachusetts	2	Gas/Oil	Intermediate	760	
	New Boston 3	Massachusetts	1	Oil	Peaking	20	
	Ogdensburg	New York	1	Gas/Oil	Intermediate	71	
	West Medway 1, 2, 3	Massachusetts	3	Gas/Oil	Peaking	165	
	Wyman 4	Maine	1	Oil	Intermediate	36	
	Cardinal	Canada	1	Gas	Base-load	157	
				21			2,394
	Qualifying Facilities	Allegheny 5, 6, 8, 9	Pennsylvania	4	Hydro	Intermediate	51
Bypass		Idaho	1	Hydro	Base-load	10	
Elk Creek		Idaho	1	Hydro	Base-load	2	
Greeley		Colorado	1	Gas	Base-load	48	
Hazelton		Idaho	1	Hydro	Base-load	9	
Independence		New York	1	Gas	Base-load	614	
Ivy River		North Carolina	1	Hydro	Base-load	1	
Kenilworth		New Jersey	1	Gas/Oil	Base-load	26	
Montgomery Creek		California	1	Hydro	Base-load	3	
Naval Station		California	1	Gas/Oil	Base-load	45	
Naval Training Center		California	1	Gas/Oil	Base-load	23	
North Island		California	1	Gas/Oil	Base-load	37	
Oxnard		California	1	Gas	Base-load	48	
Rock Creek		California	1	Hydro	Base-load	4	
Sterling		New York	1	Gas	Intermediate	56	
				18			977
Under Construction	ForeRiver 3	Massachusetts	1	Gas/Oil	Base-load	807	
	Mystic 8, 9	Massachusetts	2	Gas	Base-load	1,614	
	TEG 1, 2	Mexico	2	Coke	Base-load	230	
			5			2,651	
Under Advanced Development	Heritage 1, 2	New York	2	Gas	Base-load	800 *	
	Goreway	Canada	1	Gas	Base-load	800	
	Southdown	Canada	1	Gas	Base-load	800	
			4			2,400	
			48			8,422	

\* On May 9th, 2002 GE Power Systems and Sithe announced the cancellation of the development of the Heritage power plant.

[LOGO FOR EXELON]

Total Generation by NERC Region

(43,646 MW)

[Handout includes a pie chart showing total generation by NERC region, by percentage, as follows:

MAAC	24%
SERC	2%
NPCC	8%
SPP	2%
MAIN	55%
ECAR	1%
ERCOT	8%]

Energy Markets:

- MAAC: Mid-Atlantic Area Council
- SPP: Southwest Power Pool
- NPCC: Northeast Power Coordinating Council
- WSCC: Western Systems Coordinating Council
- MAIN: Mid-America Interconnected Network region
- ERCOT: Electric Reliability Council of Texas
- ECAR: East Central Area Reliability Coordination Agreement
- SERC: Southeastern Electric Reliability Council