

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

March 7, 2003  
(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) 394-7398	23-2990190
333-85496	EXELON GENERATION COMPANY, LLC (a Pennsylvania limited liability company) 300 Exelon Way Kennett Square, Pennsylvania 19348 (610) 765-6900	23-3064219

Item 5. Other Events

On March 7, 2003, Exelon Corporation issued a news release announcing its decision not to sell its interest in AmerGen Energy Co. LLC. The news release is attached to this Report as Exhibit 99.

This combined Form 8-K is being filed separately by Exelon Corporation and Exelon Generation Company, LLC (Registrants). Information contained herein relating to any individual registrant has been filed 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 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 discussed herein as well as those discussed in "Management's Discussion and Analysis of Financial Condition and Results of Operations--Business Outlook and the Challenges in Managing Our Business" and Note 19 of the Notes to Consolidated Financial Statements in Exelon Corporation's 2002 Annual Report, 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 and other factors discussed in filings with the Securities and Exchange Commission 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 undertake 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  
EXELON GENERATION COMPANY, LLC

/S/ Robert S. Shapard  
Robert S. Shapard  
Executive Vice President and  
Chief Financial Officer  
Exelon Corporation

March 7, 2003

[EXELON LOGO]

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News Release

From: Exelon Corporation  
Corporate Communications  
P.O. Box 805379  
Chicago, IL 60680-5379

For Immediate Release  
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Contact: Craig Nesbit, 630.657.4208  
Don Kirchoffner, 312.394.3001

## Exelon Rejects All Offers on Purchase of AmerGen, No Longer Intends to Sell

(Chicago) March 7, 2003 -- Exelon Generation Company and British Energy have agreed to reject all offers for the purchase of AmerGen Energy Co. LLC and to terminate the auction process, the two companies announced today.

Both parties reviewed the bids and concluded none were adequate. With the rejection of these offers, Exelon no longer intends to sell its interest in AmerGen. When Exelon announced it would undertake the exploratory sale process on Sept. 4, 2002, it indicated that it would consider selling its 50-percent share of AmerGen only at the right price. With the termination of the sale process, Exelon has decided to continue its investment in AmerGen and the three AmerGen plants will continue to operate as they have to date, with a strong commitment to safety and operational excellence.

Exelon and British Energy each owns half of AmerGen, which consists of the Clinton Power Station in central Illinois, Three Mile Island Unit 1 near Harrisburg, Pa., and the Oyster Creek Generating Station on the New Jersey shore. The three single-unit plants have a total capacity of approximately 2,500 megawatts.

AmerGen was formed in 1997 as a joint venture between PECO Energy Company and British Energy. PECO merged with Unicom of Chicago in 2000 to form Exelon.

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Exelon Corporation is one of the nation's largest electric utilities with approximately 5 million customers and more than \$15 billion in annual revenues. The company has one of the industry's largest portfolios of electricity generation capacity, with a nationwide reach and strong positions in the Midwest and Mid-Atlantic. Exelon distributes electricity to approximately 5 million customers in Illinois and Pennsylvania and gas to more than 440,000 customers in the Philadelphia area. The company also has holdings in such competitive businesses as energy, infrastructure services, energy services and telecommunications. Exelon is headquartered in Chicago and trades on the NYSE under the ticker EXC.