UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Amendment No. 36 to SCHEDULE TO (Rule 14d-100)

Tender Offer Statement Under Section 14(d)(1) or 13(e)(1) of the Securities Exchange Act of 1934

NRG Energy, Inc.

(Name of Subject Company (Issuer))

Exelon Corporation Exelon Xchange Corporation

(Name of Filing Persons (Offerors))

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

30161N101

(CUSIP Number of Class of Securities)

William A. Von Hoene, Jr. Executive Vice President Exelon Corporation 10 South Dearborn Street P.O. Box 805379 Chicago, Illinois 60603 800-483-3220 Christopher M. Crane
President
Exelon Xchange Corporation
10 South Dearborn Street
P.O. Box 805379
Chicago, Illinois 60603
800-483-3220

(Names, addresses and telephone numbers of persons authorized to receive notices and communications on behalf of filing persons)

Copies to:
Thomas A. Cole
Frederick C. Lowinger
Richard W. Astle
Michael A. Gordon
Scott R. Williams
Sidley Austin LLP
One South Dearborn Street
Chicago, Illinois 60603
(312) 853-7000

CALCULATION OF FILING FEE

Transaction Valuation⁽¹⁾

\$6,813,251,397.96

\$275,439.96

1) The transaction value is estimated solely for purposes of calculating the filing fee pursuant to Rule 0-11(d). The value of the transaction was calculated as the product of (i) 289,187,241 (the sum of (a) 265,226,865 shares of NRG Energy, Inc. common stock, par value \$0.01 per share ("NRG common stock") outstanding as of June 15, 2009 (as reported in the definitive proxy statement on Schedule 14A filed by NRG Energy, Inc. ("NRG") in connection with its 2009 annual meeting of stockholders (the "NRG Proxy Statement")), (b) 6,650,080 shares of NRG common stock issuable upon the exercise of options, warrants and

rights outstanding as of June 15, 2009 (as reported in the NRG Proxy Statement), (c) 20,989,500 shares of NRG common stock issuable upon the conversion of shares of NRG 4.0% preferred stock outstanding as of June 15, 2009 (based on the number of shares of NRG 4.0% preferred stock outstanding reported in the NRG Proxy Statement) and (d) 8,321,796 shares of NRG common stock issuable upon the exercise or vesting of other equity awards outstanding as of June 15, 2009 (as reported in the NRG Proxy Statement), less the sum of (x) 1,000 shares of NRG common stock owned in the aggregate by Exelon Corporation and Exelon Xchange Corporation and (y) 12,000,000 shares of NRG common stock lent by subsidiaries of NRG to affiliates of Credit Suisse Group) and (ii) the average of the high and low sales prices of NRG common stock as reported on the New York Stock Exchange on June 26, 2009 (\$23.56).

(2) Exelon previously paid a filing fee of \$249,470.37 to register 135,201,700 shares of its common stock in connection with the original filing of its Registration Statement on Form S-4 (File No. 333-155278) relating to the Offer (as defined below) on November 12, 2008. Since Exelon paid such filing fee, the filing fee rate increased from \$39.30 per \$1,000,000 of the estimated transaction value to \$55.80 per \$1,000,000 of the estimated transaction value. The filing fee set forth in the table above consists of (a) \$39.30 per \$1,000,000 of the first \$6,347,846,550.50 of the estimated transaction value and (b) \$55.80 per \$1,000,000 of the amount by which the estimated transaction value set forth in the table above exceeds \$6,347,846,550.50.

⊠Check the box if any part of the fee is offset as provided by Rule 0-11(a)(2) and identify the filing with which the offsetting fee was previously paid. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

Timodiff Teviously Tald.			\$275,435.50	
Form or Registration No.:			Form S-4 (File No. 333-155278; \$249,470.37 paid with initial filing) and Amendment No. 35 to Schedule TO (\$25,969.59 paid with filing)	
Filing Party:			Exelon Corporation	
Dates Filed:			November 12, 2008 and July 2, 2009, respectively	
	Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.			
	Check the appropriate boxes below to designate any transactions to which the statement relates:			
	\boxtimes	third-party tender offer subject to Rule 14d-1.		
		issuer tender offer subject to Rule 13e-4.		
		going-private transaction subject to Rule 13e-3.		
		amendment to Schedule 13D under Rule 13d-2.		
Check the following box if the filing is a final amendment reporting the results of the tender offer: $\ \square$			g the results of the tender offer: $\ \square$	

Amount Previously Paid

\$275 439 96

Items 1 through 11.

This Amendment No. 36 to Tender Offer Statement on Schedule TO (as amended, the "Schedule TO") amends and supplements the statement originally filed on November 12, 2008 by Exelon Corporation, a Pennsylvania corporation ("Exelon"), and Exelon Xchange Corporation, a Delaware corporation and a direct wholly-owned subsidiary of Exelon ("Exelon Xchange"). This Schedule TO relates to the offer by Exelon, through Exelon Xchange, to exchange for each of the issued and outstanding shares of common stock, par value \$0.01 per share (the "NRG common stock"), of NRG Energy, Inc., a Delaware corporation ("NRG"), 0.545 of a share of Exelon common stock, without par value (the "Exelon common stock"). The Offer (as defined below) is made on the terms and subject to the conditions contained in the prospectus/offer to exchange, dated November 12, 2008, as amended on December 23, 2008, January 23, 2009, March 9, 2009 and May 20, 2009, and related to the Offer (the "Prospectus"), and in the related Letter of Transmittal (which, together as they may be amended, supplemented or modified from time to time, constitute the "Offer"). Exelon also filed a registration statement on Form S-4 (File No. 333-155278) (the "Registration Statement") on November 12, 2008, as amended on December 23, 2008, January 23, 2009, March 9, 2009 and May 20, 2009, relating to the Offer, of which the Prospectus forms a part. The terms and conditions of the Offer are set forth in the Prospectus and the related Letter of Transmittal, which are set forth as Exhibits (a)(4) and (a)(1)(A) hereto, respectively.

All information contained in the Prospectus and the Letter of Transmittal, and any prospectus supplement or any other supplement thereto related to the Offer, is hereby expressly incorporated herein by reference with respect to Items 1 through 11, except that such information is amended and supplemented to the extent specifically provided herein.

The information set forth below regarding NRG is incorporated by reference into these Items 1 through 11. The SEC allows Exelon to incorporate information into this Schedule TO "by reference," which means that Exelon can disclose important information to NRG stockholders by referring to another document or information filed separately with the SEC. The information incorporated by reference is deemed to be part of this Schedule TO, except for any information amended or superseded by information contained in, or incorporated by reference into, this Schedule TO.

NRG Filing (File No. 001-15891):

Exelon Filing
Current Report on Form 8-K

Period

Filed July 2, 2009

Item 10. Financial Statements.

Not applicable.

Item 11. Additional Information.

Not applicable.

Item 12. Exhibits.

Item 12 is hereby amended and supplemented by adding the following:

Exhibit (a)(5)(LL) Transcript of Investor Conference Call, July 2, 2009 (Incorporated by reference to Exelon's Rule 425 filing on July 6, 2009)

Exhibit (a)(5)(MM) Press Release issued by Exelon, dated July 6, 2009 (Incorporated by reference to Exelon's Rule 425 filing on July 6, 2009)

NOLIGO Notice of Consented Delivery (decoporated by reference to Exclori's Registration Statement on Form 5-4 filled on November 12, 2008) (URC) Letter for Brokers, Delevier, Commercial Banks, Trace Companies and Other Nominism Comported by reference to Exclori's Registration Statement on Form 5-4 filled on November 12, 2008) (URC) Delevier for Clients to be Urdo's Proteins, Delevier Statement on Sta	Exhibit Number	Description of Exhibits
Letter to Brokers, Dealers, Commercial Banks, Trast Companies and Other Nominese (Incorporated by reference to Exclore) Registration Statement on Forms 3-4 filled on November 12, 2008 Letter to Clisten to be Used by Brokers, Dealers, Commercial Banks, Trast Companies and Other Nominees (Incorporated by reference to Exclore) Registration Statement on Form S-4 filled on November 12, 2008 Letter to Clisten to Technical Control of Technical Statement on Statement on Statement on Form S-4 filled on November 12, 2008 Letter dealed November 12, 2008 from Industry M. Prove Chairman and Clind Executive Officer of Exclore (proporation, addressed to stockholdren of NRC Energy, Inc. (Incorporated by reference to Exclore) Registration Statement on Form S-4 filled on November 12, 2008 Letter of Septimation Statement on Form S-4 filled on May 20, 2009) Letter of Septimation Statement on Form S-4 filled on May 20, 2009) Letter of Septimation Statement on Form S-4 filled on May 20, 2009) Letter of Septimation Statement on Form S-4 filled on May 20, 2009) Letter of Septimation Statement on Form S-4 filled on May 20, 2009) Letter of Septimation Statement on Form S-4 filled on May 20, 2009) Letter of Septimation Statement on Form S-4 filled on May 20, 2009) Letter of Septimation Statement on Form S-4 filled on May 20, 2009) Letter of Septimation Statement on Form S-4 filled on May 20, 2009) Letter of Septimation Statement on Form S-4 filled on May 20, 2009) Letter of Septimation Statement on Form S-4 filled on May 20, 2009 Letter of Septimation Statement on Form S-4 filled on May 20, 2009 Letter of Septimation Statement on Form S-4 filled on May 20, 2009 Letter of Septimation Statement on Form S-4 filled on May 20, 2009 Letter of Septimation Statement on Form S-4 filled on May 20, 2009 Letter of Septimation Statement on Septimation Statement Stat	(a)(1)(A)	Letter of Transmittal (Incorporated by reference to Exelon's Registration Statement on Form S-4 filed on November 12, 2008)
Statement on Torms S.4 filled on November 12, 2008) (1) Detection of Clients to the Ested by Brakers, Debreve, Commercial Banks, Trust Companies and Other Nominers (Incorporated by reference to Eschola's Registration Statement on Form S.4 filled on November 12, 2008) (1) Goddenhors for Certification of Torspore defendations Number on Substitute Form W-9 (incorporated by reference to Eschola's Registration Statement on Form S.4 filled on November 12, 2008) (1) Letter dated November 12, 2008 from John W. Brove, Chairman and Chair Escentive Officer of Eschola Corporation, addressed to sociolodies of NRC Energy, Inc. (Incorporated by reference to Eschola's Registration Statement on Form S-4 filled on November 12, 2008) (2) Not applicable. (3) Not applicable. (4) Prospectacifier to exchange relating to Eschola common stock to be issued in the Offer (Incorporated by reference to Amendment No. 4 to Torspectation's Registration Statement on Form S-4 filled on May 20, 2009) (3) Statement on	(a)(1)(B)	
Estelon's Registration Statement or Form S-4 filled on November 12, 2008) (DE) (DE	(a)(1)(C)	
Solicement on Form S-4 filed on November 12, 2008) (NEF) Letter dated November 12, 2008 from John W. Rows. Chairman and Chief Executive Officer of Exelon Corporation, addressed to stockholders of NIKG Energy, Inc. (Incorporated by reference to Exelon's Registration Statement on Form S-4 filed on November 12, 2008) (Na applicable. Not applicable.	(a)(1)(D)	Exelon's Registration Statement on Form S-4 filed on November 12, 2008)
stockholders of NRC Emergy, Inc., (Incorporated by reference to Exclon's Registration Statement on Form S-4 filed on November 12, 2008) (Not applicable). (N	(a)(1)(E)	
Not applicable. Not applicable. Not applicable. Not applicable. Not applicable. Not properture offer to exchange relating to Exelon common stock to be issued in the Offer (Incorporated by reference to Amendment No. 4 to Exchan's Registration Statement on Form S-4 filled on May 20, 2009) Notice of the Common of the Control of Properture to Exchan's Registration Statement on Form S-4 filled on November 12, 2008) Verified Complaint for Declaratory and Injunctive Relief, as filled with the Court of Chancery of the State of DeLaware by Exchon and Exchange on November 11, 2008 (Proviously filled on Amendment No. 10 Tender Offer Statement on Schedule To On S	(a)(1)(F)	stockholders of NRG Energy, Inc. (Incorporated by reference to Exelon's Registration Statement on Form S-4 filed on November 12, 2008)
December 13, 2006 Prospectus-offer or exchange relating to Exelon common stock to be issued in the Offer (Incorporated by reference to Amendment No. 4 to Exelon's Registration Statement on Form 5-4 filled on May 20, 2009)		
(1)(1)(B) Weifined Complaint for Declaratory and Injunctive Relief, as filled with the Court of Chancery of the State of Delaware by Exelon and Exelon Xchange on November 11, 2008 (Previously filed on Amendment No. 10 to Tender Offer Statement on Schedule To On November 12, 2008) (1)(C)(C) Person Relaxes issued by Exelon, dated November 12, 2008 (Incorporated by reference to Exhibit 199.2 to Exelon's Current Report on Form 8-filed on November 12, 2008) (1)(C)(C) Communication to Exelon's employees dated November 12, 2008, made available to Exelon's employees on November 14, 2008 (Previously filed on Amendment No. 2 to Tender Offer Statement on Schedule TO on November 14, 2008) Person Relaxes issued by Exelon, dated November 25, 2008 (Previously filed on Amendment No. 3 to Tender Offer Statement on Schedule TO on December 2, 2008) Presentation for Investor Meetings, December 2008, "Exelon + NRG: A Compelling Opportunity for Value Creation" (Previously filed on Amendment No. 1 to Tender Offer Statement on Schedule TO on December 2, 2008) Press Relaxes issued by Exelon, dated December 18, 2008 (Previously filed on Amendment No. 5 to Tender Offer Statement on Schedule TO on December 18, 2008) Press Relaxes issued by Exelon, dated December 18, 2008 (Previously filed on Amendment No. 6 to Tender Offer Statement on Schedule TO on December 18, 2008) No. 7 to Tender Offer Statement on Schedule TO on December 18, 2008 (Previously filed on Amendment No. 8 to Tender Offer Statement on Schedule TO on December 18, 2008) No. 7 to Tender Offer Statement on Schedule TO on December 22, 2008 (Previously filed on Amendment No. 8 to Tender Offer Statement on Schedule TO on December 23, 2008) No. 7 to Tender Offer Statement on Schedule TO on December 23, 2008 (Previously filed on Amendment No. 10 to Tender Offer Statement on Schedule TO on Exempter 20, 2008 (Previously filed on Amendment No. 10 to Tender Offer Statement on Schedule TO on Exempter 20, 2009 (Previously filed on Amendment No. 11 to Tender Offer Statement on	(a)(4)	Prospectus/offer to exchange relating to Exelon common stock to be issued in the Offer (Incorporated by reference to Amendment No. 4 to
(10)(C)(C) Press Relazes issued by Exelon, dated November 12, 2008 (Incorporated by reference to Exhibit 99.2 to Exclor's Current Report on Form 8-filled on November 12, 2008) (10)(C)(C) Communication to Exclor's employees dated November 12, 2008, made available to Exelor's employees on November 14, 2008 (Previously filled on Amendment No. 2 to Tender Offer Statement on Schedule TO on November 14, 2008) (10)(C)(C) Press Relazes issued by Exclor, dated November 25, 2008 (Previously filled on Amendment No. 3 to Tender Offer Statement on Schedule TO on December 2, 2008) (10)(C)(F) Presentation for investor Meetings, December 2008, "Exclor + NRG: A Compelling Opportunity for Value Creation" (Previously filled on Amendment No. 4 to Tender Offer Statement on Schedule TO on December 2, 2008) (10)(C)(F) Press Relazes issued by Exclor, dated December 18, 2008 (Previously filled on Amendment No. 5 to Tender Offer Statement on Schedule TO on December 15, 2008) (10)(C)(F) Press Relazes issued by Exclor, dated December 18, 2008 (Previously filled on Amendment No. 6 to Tender Offer Statement on Schedule TO on December 18, 2008) (10)(C)(F) No. 7 to Tender Offer Statement on Schedule TO on December 22, 2008) (10)(C)(F) No. 7 to Tender Offer Statement on Schedule TO on December 23, 2008) (10)(C)(F) No. 7 to Tender Offer Statement on Schedule TO on December 23, 2008) (10)(C)(F) No. 7 to Tender Offer Statement on Schedule TO on December 23, 2008) (10)(C)(C) No. 7 to Tender Offer Statement on Schedule TO on December 23, 2008) (10)(C)(C) No. 7 to Tender Offer Statement on Schedule TO on December 23, 2008) (10)(C)(C) Letter set to certain NRC shareholders on December 23, 2008 (Previously filled on Amendment No. 10 to Tender Offer Statement on Schedule TO on Lamany 20, 2009 (10)(C)(C) Letter set to tentain NRC shareholders on January 2, 2009 (Previously filled on Amendment No. 11 to Tender Offer Statement on Schedule TO on January 20, 2009 (10)(C)(C) Letter set to NRC shareholders on January 2, 2009 (Previously filled	(a)(5)(A) (a)(5)(B)	Summary Advertisement (Incorporated by reference to Exelon's Registration Statement on Form S-4 filed on November 12, 2008) Verified Complaint for Declaratory and Injunctive Relief, as filed with the Court of Chancery of the State of Delaware by Exelon and Exelon
(10(5)(1)) Communication to Esolon's employees dated November 12, 2008, made available to Exolon's employees on November 14, 2008 (Previously filled on Amendment No. 2 to Tender Offer Statement on Schedule TO on November 14, 2008) (10(5)(5) Press Release issued by Exclon, dated November 25, 2008 (Previously filled on Amendment No. 3 to Tender Offer Statement on Schedule TO on November 26, 2008) (10(5)(6) Presentation for Investor Meetings, Devember 2008, "Exclon + NNG: A Compelling Opportunity for Value Creation" (Previously filled on Amendment No. 1 to Tender Offer Statement on Schedule TO on Devember 12, 2008) (10(5)(6) Press Release issued by Exclon, dated December 18, 2008 (Previously filled on Amendment No. 5 to Tender Offer Statement on Schedule TO on December 18, 2008) (10(5)(1) Press Release issued by Exclon, dated December 18, 2008 (Previously filled on Amendment No. 5 to Tender Offer Statement on Schedule TO on December 22, 2008) (10(5)(1) Application of Exclon Corporation under Section 203 of the Federal Power Act, dated December 18, 2008 (Previously filled on Amendment No. 7 to Tender Offer Statement on Schedule TO on December 23, 2008) (10(5)(1) NRG Acquisition update sent to Exclon employees on December 22, 2008 (Previously filled on Amendment No. 8 to Tender Offer Statement on Schedule TO on December 23, 2008) (10(5)(1) Letter sent to retain NRG shareholders on January 5, 2009 (Previously filed on Amendment No. 10 to Tender Offer Statement on Schedule TO on January 5, 2009) (10(5)(1) Letter sent to NRG shareholders on January 7, 2009 (Previously filed on Amendment No. 12 to Tender Offer Statement on Schedule TO on January 3, 2009) (10(5)(2) Letter sent to RRG shareholders on January 7, 2009 (Previously filed on Amendment No. 12 to Tender Offer Statement on Schedule TO on January 3, 2009) (10(6)(2) Press Release issued by Exclon, dated January 7, 2009 (Previously filed on Amendment No. 13 to Tender Offer Statement on Schedule TO on January 30, 2009) (10(6)(3) Earnings release issued by Exclon and	(a)(5)(C)	Press Release issued by Exelon, dated November 12, 2008 (Incorporated by reference to Exhibit 99.2 to Exelon's Current Report on Form 8-K
p(i)(i)(ii) Press Release issued by Evolon, dated November 25, 2008 (Previously filed on Amendment No. 3 to Tender Offer Statement on Schedule TO on November 26, 2008) presentation for Investor Meetings, December 2008, "Exelon + NNG: A Compelling Opportunity for Value Creation" (Previously filed on Amendment No. 1 to Tender Offer Statement on Schedule TO on December 12, 2008) presentation for Investor Meetings, December 2008, "Exelon + NNG: A Compelling Opportunity for Value Creation" (Previously filed on Amendment No. 5 to Tender Offer Statement on Schedule TO on December 13, 2008) press Release issued by Exelon, dated December 18, 2008 (Previously filed on Amendment No. 6 to Tender Offer Statement on Schedule TO on December 18, 2008) press Release issued by Exelon, dated December 18, 2008 (Previously filed on Amendment No. 6 to Tender Offer Statement on Schedule TO on December 22, 2008) press Release issued by Exelon, dated December 22, 2008 (Previously filed on Amendment No. 10 to Tender Offer Statement on Schedule TO on December 23, 2008) press Release issued by Exelon Corporation where 23, 2008 (Previously filed on Amendment No. 10 to Tender Offer Statement on Schedule TO on December 23, 2008) press Release issued by Exelon, dated January 7, 2009 (Previously filed on Amendment No. 11 to Tender Offer Statement on Schedule TO on December 23, 2008) press Release issued by Exelon, dated January 7, 2009 (Previously filed on Amendment No. 12 to Tender Offer Statement on Schedule TO on December 23, 2008) press Release issued by Exelon, dated January 22, 2009 previously filed on Amendment No. 13 to Tender Offer Statement on Schedule TO on January 32, 2009) press Release issued by Exelon, dated January 22, 2009 (Previously filed on Amendment No. 13 to Tender Offer Statement on Schedule TO on January 32, 2009) press Release issued by Exelon, dated January 30, 2009 (Previously filed on Amendment No. 16 to Tender Offer Statement on Schedule TO on January 32, 2009) press Release issued by Exelon, dated January 30, 2009	(a)(5)(D)	Communication to Exelon's employees dated November 12, 2008, made available to Exelon's employees on November 14, 2008 (Previously
(1)(S)(F) Presentation for Investor Meetings, December 2008, "Exclor + NRG: A Compelling Opportunity for Value Creation" (Previously filed on Amendment No. 4 to Tender Offer Statement on Schedule TO on December 2, 2009) (1)(S)(I) Presentation for Investor Meetings, December 2008, "Exclor + NRG: A Compelling Opportunity for Value Creation" (Previously filed on Amendment No. 5 to Tender Offer Statement on Schedule TO on December 18, 2008) (1)(S)(I) Press Release issued by Exclor, dated December 18, 2008 (Previously filed on Amendment No. 6 to Tender Offer Statement on Schedule TO on December 18, 2008) (1)(S)(I) NRG Aequisition under Section 203 of the Federal Power Act, dated December 18, 2008 (Previously filed on Amendment No. 7 to Tender Offer Statement on Schedule TO on December 22, 2008) (1)(S)(K) Letter sent to Risk Statement on Schedule TO on December 22, 2008) (1)(S)(K) Letter sent to NRG Startchders on December 23, 2008 (Previously filed on Amendment No. 10 to Tender Offer Statement on Schedule TO on December 23, 2008) (1)(S)(K) Letter sent to NRG Startchders on January 5, 2009 (Previously filed on Amendment No. 11 to Tender Offer Statement on Schedule TO on January 5, 2009) (1)(S)(M) Press Release issued by Exclor, dated January 7, 2009 (Previously filed on Amendment No. 12 to Tender Offer Statement on Schedule TO on January 7, 2009) (1)(S)(V) Current Report on Form 8-K filed by Exclor on January 20, 2009 (Previously filed on Amendment No. 13 to Tender Offer Statement on Schedule TO on January 30, 2009) (1)(S)(V) Current Report on Form 8-K filed by Exclor on January 20, 2009 (Previously filed on Amendment No. 13 to Tender Offer Statement on Schedule TO on January 22, 2009) (1)(S)(P) Press Release issued by Exclor on January 30, 2009 (Previously filed on Amendment No. 16 to Tender Offer Statement on Schedule TO on January 30, 2009) (1)(S)(P) Press Release issued by Exclor Copporation to Nominate Individuals for Election as Directors and to Propose Stockholder Business at the 2009 Annual Meeting of Stockho	(a)(5)(E)	Press Release issued by Exelon, dated November 25, 2008 (Previously filed on Amendment No. 3 to Tender Offer Statement on Schedule TO
Amendment No. 5 to Tender Offer Statement on Schedule TO on December 15, 2008) (19(5)(11) Press Release issued by Exelon, dated December 18, 2008 (Previously filed on Amendment No. 6 to Tender Offer Statement on Schedule TO on December 18, 2008) Application of Exelon Corporation under Section 203 of the Federal Power Act, dated December 18, 2008 (Previously filed on Amendment No. 7 to Tender Offer Statement on Schedule TO on December 22, 2008) NIKG Acquisition update sent to Exelon employees on December 22, 2008 (Previously filed on Amendment No. 8 to Tender Offer Statement on Schedule TO on December 23, 2008) Letter sent to certain NIKG shareholders on December 23, 2008 (Previously filed on Amendment No. 10 to Tender Offer Statement on Schedule TO on December 23, 2008) Letter sent to NIKG shareholders on January 5, 2009 (Previously filed on Amendment No. 11 to Tender Offer Statement on Schedule TO on January 5, 2009) Letter sent to NIKG shareholders on January 7, 2009 (Previously filed on Amendment No. 12 to Tender Offer Statement on Schedule TO on January 5, 2009) Letter sent to NIKG shareholders on January 7, 2009 (Previously filed on Amendment No. 13 to Tender Offer Statement on Schedule TO on January 7, 2009) Letter sent to NIKG shareholders on January 7, 2009 (Previously filed on Amendment No. 13 to Tender Offer Statement on Schedule TO on January 7, 2009) Letter sent sent sent sent sent sent sent sent	(a)(5)(F)	Presentation for Investor Meetings, December 2008, "Exelon + NRG: A Compelling Opportunity for Value Creation" (Previously filed on Amendment No. 4 to Tender Offer Statement on Schedule TO on December 2, 2008)
on December 18, 2008) (a)(5)(4) Application of Exclon Corporation under Section 203 of the Federal Power Act, dated December 18, 2008 (Previously filed on Amendment No. 7 to Tender Offer Statement on Schedule TO on December 22, 2008) (b)(5)(5) NRG Acquisition update sent to Exclon employees on December 22, 2008 (Previously filed on Amendment No. 8 to Tender Offer Statement on Schedule TO on December 23, 2008) (b)(5)(K) Letter sent to certain NRG shareholders on December 23, 2008 (Previously filed on Amendment No. 10 to Tender Offer Statement on Schedule TO on December 23, 2008) (b)(5)(K) Letter sent to NRG shareholders on January 5, 2009 (Previously filed on Amendment No. 11 to Tender Offer Statement on Schedule TO on January 5, 2009) (b)(5)(M) Press Release issued by Exelon, dated January 7, 2009 (Previously filed on Amendment No. 12 to Tender Offer Statement on Schedule TO on January 72, 2009) (b)(5)(M) Current Report on Form 8-K filed by Exelon on January 20, 2009 (Previously filed on Amendment No. 13 to Tender Offer Statement on Schedule TO on January 72, 2009) (b)(5)(P) Earnings release issued by Exelon on January 22, 2009 and excerpts from transcript of earnings teleconference held on January 22, 2009 (b)(5)(P) Press Release issued by Exelon, dated January 30, 2009 (Previously filed on Amendment No. 13 to Tender Offer Statement on Schedule TO on January 30, 2009) (b)(5)(P) Press Release issued by Exelon, dated January 30, 2009 (Previously filed on Amendment No. 14 to Tender Offer Statement on Schedule TO on January 30, 2009) (b)(5)(P) Press Release issued by Exelon Corporation to Nominate Individuals for Election as Directors and to Propose Stockholder Business at the 2009 Annual Meeting of Stockholders of NRG Energy, Inc., dated January 30, 2009 (Previously filed on Amendment No. 15 to Tender Offer Statement on Schedule To on Environary 30, 2009) (b)(5)(R) Presentation for Credit Suisse 2009 Energy Summini, February 2-3, 2009, "Exelon & NRG: Committed, Moving Forward" (Previously filed on Amen	(a)(5)(G)	Amendment No. 5 to Tender Offer Statement on Schedule TO on December 15, 2008)
No. 7 to Tender Offer Statement on Schedule TO on December 22, 2008) NRG Acquisition update sent to Exclon employees on December 22, 2008 (Previously filed on Amendment No. 8 to Tender Offer Statement on Schedule TO on December 23, 2008) (S)(K) Letter sent to certain NRG shareholders on December 23, 2008 (Previously filed on Amendment No. 10 to Tender Offer Statement on Schedule TO on December 23, 2008) (S)(G)(L) Letter sent to NRG shareholders on January 5, 2009 (Previously filed on Amendment No. 11 to Tender Offer Statement on Schedule TO on January 5, 2009) (S)(G)(M) Press Release issued by Exelon, dated January 7, 2009 (Previously filed on Amendment No. 12 to Tender Offer Statement on Schedule TO on January 7, 2009) (S)(G)(N) Current Report on Form 8-K filed by Exelon on January 20, 2009 (Previously filed on Amendment No. 13 to Tender Offer Statement on Schedule TO on January 20, 2009) (Previously filed on Amendment No. 14 to Tender Offer Statement on Schedule TO on January 22, 2009 (Previously filed on Amendment No. 14 to Tender Offer Statement on Schedule TO on January 22, 2009) (Previously filed on Amendment No. 14 to Tender Offer Statement on Schedule TO on January 30, 2009) (Previously filed on Amendment No. 15 to Tender Offer Statement on Schedule TO on January 30, 2009) (Previously filed on Amendment No. 16 to Tender Offer Statement on Schedule TO on January 30, 2009) (Previously filed on Amendment No. 16 to Tender Offer Statement on Schedule TO on January 30, 2009) (Previously filed on Amendment No. 16 to Tender Offer Statement on Schedule TO on January 30, 2009) (Previously filed on Amendment No. 16 to Tender Offer Statement on Schedule TO on January 30, 2009) (Previously filed on Amendment No. 16 to Tender Offer Statement on Schedule TO on February 11, 2009) (Presentation for Uneston Meetings, February 2009) (Previously filed on Amendment No. 19 to Tender Offer Statement on Schedule TO on February 11, 2009) (Presentation for Investor Meetings, February 2009) (Previously filed on Amendment No. 20 t	(a)(5)(H)	on December 18, 2008)
on Schedule TO on December 23, 2008) (b)(5)(K) Letter sent to treatin NRG shareholders on December 23, 2008 (Previously filed on Amendment No. 10 to Tender Offer Statement on Schedule TO on December 23, 2008) (b)(5)(L) Letter sent to NRG shareholders on January 5, 2009 (Previously filed on Amendment No. 11 to Tender Offer Statement on Schedule TO on January 5, 2009) (b)(5)(M) Press Release issued by Exelon, dated January 7, 2009 (Previously filed on Amendment No. 12 to Tender Offer Statement on Schedule TO on January 7, 2009) (b)(5)(O) Current Report on Form 8-K filed by Exelon on January 20, 2009 (Previously filed on Amendment No. 13 to Tender Offer Statement on Schedule TO on January 20, 2009) (b)(5)(O) Earnings release issued by Exelon on January 22, 2009 and excerpts from transcript of earnings teleconference held on January 22, 2009 (Previously filed on Amendment No. 14 to Tender Offer Statement on Schedule TO on January 30, 2009) (b)(5)(P) Press Release issued by Exelon, dated January 30, 2009 (Previously filed on Amendment No. 17 to Tender Offer Statement on Schedule TO on January 30, 2009) (b)(5)(Q) Notice of Intent by Exelon Carporation to Nominate Individuals for Election as Directors and to Propose Stockholder Business at the 2009 Annual Meeting of Stockholders of NRG Energy, Inc., dated January 30, 2009 (Previously filed on Amendment No. 16 to Tender Offer Statement on Schedule TO on January 30, 2009) (b)(5)(R) Presentation for Credit Suisse 2009 Energy Summit, February 2-3, 2009, "Exelon & NRG: Committed, Moving Forward" (Previously filed on Amendment No. 17 to Tender Offer Statement on Schedule TO on February 11, 2009) (b)(5)(S) Presentation for Investor Meetings, February 2009, "Exelon & NRG: Committed, Moving Forward" (Previously filed on Amendment No. 19 to Schedule TO on February 11, 2009) (b)(5)(T) Letter from counsel to NRG to the U.S. Nuclear Regulatory Commission dated February 4, 2009 (Previously filed on Amendment No. 19 to Tender Offer Statement on Schedule TO on February 11,	(a)(5)(I)	No. 7 to Tender Offer Statement on Schedule TO on December 22, 2008)
Schedule TO on December 23, 2008) Letter sent to NRG shareholders on January 5, 2009 (Previously filed on Amendment No. 11 to Tender Offer Statement on Schedule TO on January 5, 2009) Press Release issued by Exelon, dated January 7, 2009 (Previously filed on Amendment No. 12 to Tender Offer Statement on Schedule TO on January 7, 2009) Location of Too Inanary 20, 2009) Earnings release issued by Exelon on January 22, 2009 and excerpts from transcript of earnings teleconference held on January 22, 2009 (Previously filed on Amendment No. 13 to Tender Offer Statement on Schedule TO on January 22, 2009) Press Release issued by Exelon on January 22, 2009 and excerpts from transcript of earnings teleconference held on January 22, 2009 (Previously filed on Amendment No. 14 to Tender Offer Statement on Schedule TO on January 22, 2009) Press Release issued by Exelon, dated January 30, 2009 (Previously filed on Amendment No. 16 to Tender Offer Statement on Schedule TO on January 30, 2009) Notice of Intent by Exelon Corporation to Nominate Individuals for Election as Directors and to Propose Stockholder Business at the 2009 Annual Meeting of Stockholders of NRG Energy, Inc., dated January 30, 2009 (Previously filed on Amendment No. 16 to Tender Offer Statement on Schedule TO on January 22, 2009) Presentation for Credit Suisse 2009 Energy Summit, February 2-3, 2009, "Exelon & NRG: Committed, Moving Forward" (Previously filed on Amendment No. 16 to Schedule TO on February 10, 2009) Press Release Isonated to NRG to the U.S. Nuclear Regulatory Commission dated February 4, 2009 (Previously filed on Amendment No. 19 to Tender Offer Statement on Schedule TO on February 11, 2009) Press Release Isonated by Exelon, dated March 2, 2009 (Previously filed on Amendment No. 20 to Tender Offer Statement on Schedule TO on February 11, 2009) Press Release Isonated by Exelon, dated March 2, 2009 (Previously filed on Amendment No. 20 to Tender Offer Statement on Schedule TO on February 12, 2009) Press Release Isonated by Exelon, d		on Schedule TO on December 23, 2008)
January 5, 2009) Press Release issued by Exelon, dated January 7, 2009 (Previously filed on Amendment No. 12 to Tender Offer Statement on Schedule TO o January 7, 2009) (JG)(N) Current Report on Form 8-K filed by Exelon on January 20, 2009 (Previously filed on Amendment No. 13 to Tender Offer Statement on Schedule TO on January 20, 2009) (Previously filed on Amendment No. 14 to Tender Offer Statement on Schedule TO on January 22, 2009) (Previously filed on Amendment No. 14 to Tender Offer Statement on Schedule TO on January 22, 2009) Press Release issued by Exelon, dated January 30, 2009 (Previously filed on Amendment No. 16 to Tender Offer Statement on Schedule TO on January 30, 2009) Notice of Intent by Exelon Corporation to Nominate Individuals for Election as Directors and to Propose Stockholder Business at the 2009 Annual Meeting of Stockholders of NRG Energy, Inc., dated January 30, 2009 (Previously filed on Amendment No. 16 to Tender Offer Statement on Schedule TO on January 30, 2009) Presentation for Credit Stusses 2009 Energy Summit, February 2-3, 2009, "Exelon & NRG: Committed, Moving Forward" (Previously filed on Amendment No. 17 to Tender Offer Statement on Schedule TO on February 2, 2009) Presentation for Investor Meetings, February 2009, "Exelon & NRG: Committed, Moving Forward" (Previously filed on Amendment No. 18 to Schedule TO on February 10, 2009) (JG)(J) Letter from counsel to NRG to the U.S. Nuclear Regulatory Commission dated February 10, 2009 (Previously filed on Amendment No. 19 to Tender Offer Statement on Schedule TO on February 11, 2009) Letter from counsel to Exelon to the U.S. Nuclear Regulatory Commission dated February 10, 2009 (Previously filed on Amendment No. 19 to Tender Offer Statement on Schedule TO on February 11, 2009) Press Release issued by Exelon, dated March 2, 2009 (Previously filed on Amendment No. 20 to Tender Offer Statement on Schedule TO on February 11, 2009) Press Release issued by Exelon, dated March 2, 2009 (Previously filed on Amendment No. 25 t		Schedule TO on December 23, 2008)
January 7, 2009) (1)(5)(N) Current Report on Form 8-K filed by Exelon on January 20, 2009 (Previously filed on Amendment No. 13 to Tender Offer Statement on Schedule TO on January 20, 2009) (1)(5)(O) Earnings release issued by Exelon on January 22, 2009 and excerpts from transcript of earnings teleconference held on January 22, 2009 (Previously filed on Amendment No. 14 to Tender Offer Statement on Schedule TO on January 30, 2009) (1)(5)(P) Press Release issued by Exelon, dated January 30, 2009 (Previously filed on Amendment No. 16 to Tender Offer Statement on Schedule TO on January 30, 2009) (1)(5)(Q) Notice of Intent by Exelon Corporation to Nominate Individuals for Election as Directors and to Propose Stockholder Business at the 2009 Annual Meeting of Stockholders of NRG Energy, Inc., dated January 30, 2009 (Previously filed on Amendment No. 16 to Tender Offer Statement on Schedule TO on January 30, 2009) (1)(5)(S) Presentation for Credit Suisse 2009 Energy Summit, February 2-3, 2009, "Exelon & NRG: Committed, Moving Forward" (Previously filed on Amendment No. 17 to Tender Offer Statement on Schedule TO on February 20, "Exelon & NRG: Committed, Moving Forward" (Previously filed on Amendment No. 18 to Schedule TO on February 10, 2009) (1)(5)(T) Letter from counsel to NRG to the U.S. Nuclear Regulatory Commission dated February 4, 2009 (Previously filed on Amendment No. 19 to Tender Offer Statement on Schedule TO on February 11, 2009) (1)(5)(V) Press Release issued by Exelon, dated February 26, 2009 (Previously filed on Amendment No. 20 to Tender Offer Statement on Schedule TO on February 11, 2009) (1)(5)(V) Press Release issued by Exelon, dated March 2, 2009 (Previously filed on Amendment No. 21 to Tender Offer Statement on Schedule TO on March 12, 2009) (1)(5)(X) Excerpts from transcript of 2009 Exelon Investor Conference held on March 10, 2009 (Previously filed on Amendment No. 24 to Tender Offer Statement on Schedule TO on March 17, 2009) (1)(5)(X) Excerpts from transcript of 2009 Exelon dated March 17, 20		January 5, 2009)
Schedule TO on January 20, 2009) (Previously filed on Amendment No. 14 to Tender Offer Statement on Schedule TO on January 22, 2009) (Previously filed on Amendment No. 14 to Tender Offer Statement on Schedule TO on January 22, 2009) (Previously filed on Amendment No. 14 to Tender Offer Statement on Schedule TO on January 30, 2009) (Previously filed on Amendment No. 16 to Tender Offer Statement on Schedule TO on January 30, 2009) (Notice of Intent by Exelon Corporation to Nominate Individuals for Election as Directors and to Propose Stockholder Business at the 2009 Annual Meeting of Stockholders of NRG Energy, Inc., dated January 30, 2009 (Previously filed on Amendment No. 16 to Tender Offer Statement on Schedule TO on January 30, 2009) (Presentation for Credit Suisse 2009 Energy Summit, February 2-3, 2009, "Exelon & NRG: Committed, Moving Forward" (Previously filed on Amendment No. 17 to Tender Offer Statement on Schedule TO on February 2. 2009) (Presentation for Investor Meetings, February 2009, "Exelon & NRG: Committed, Moving Forward" (Previously filed on Amendment No. 18 to Schedule TO on February 10, 2009) (Presional to Tender Offer Statement on Schedule TO on February 20, 2009) (Previously filed on Amendment No. 19 to Tender Offer Statement on Schedule TO on February 11, 2009) (Presional to Exelon to Schedule TO on February 11, 2009) (Presional to Exelon to Schedule TO on February 11, 2009) (Presional to Exelon to Exelon to the U.S. Nuclear Regulatory Commission dated February 10, 2009 (Previously filed on Amendment No. 19 to Tender Offer Statement on Schedule TO on February 11, 2009) (Presional to Exelon to Exelon to the U.S. Nuclear Regulatory Commission dated February 10, 2009 (Previously filed on Amendment No. 20 to Tender Offer Statement on Schedule TO on February 26, 2009) (Presional to Exelon to the U.S. Nuclear Regulatory Commission dated February 10, 2009 (Previously filed on Amendment No. 20 to Tender Offer Statement on Schedule TO on February 26, 2009) (Presional to Exelon to the U.S. Nuclear R		January 7, 2009)
(Previously filed on Amendment No. 14 to Tender Offer Statement on Schedule TO on January 22, 2009) Press Release issued by Exelon, dated January 30, 2009 (Previously filed on Amendment No. 16 to Tender Offer Statement on Schedule TO on January 30, 2009) (S)(5)(Q) Notice of Intent by Exelon Corporation to Nominate Individuals for Election as Directors and to Propose Stockholder Business at the 2009 Annual Meeting of Stockholders of NRG Energy, Inc., dated January 30, 2009 (Previously filed on Amendment No. 16 to Tender Offer Statement on Schedule TO on January 30, 2009) (S)(5)(R) Presentation for Credit Suisse 2009 Energy Summit, February 2-3, 2009, "Exelon & NRG: Committed, Moving Forward" (Previously filed on Amendment No. 17 to Tender Offer Statement on Schedule TO on February 2, 2009) (S)(5)(S) Presentation for Investor Meetings, February 2009, "Exelon & NRG: Committed, Moving Forward" (Previously filed on Amendment No. 18 to Schedule TO on February 10, 2009) (S)(5)(T) Letter from counsel to NRG to the U.S. Nuclear Regulatory Commission dated February 4, 2009 (Previously filed on Amendment No. 19 to Tender Offer Statement on Schedule TO on February 11, 2009) (S)(5)(U) Letter from counsel to Exelon to the U.S. Nuclear Regulatory Commission dated February 10, 2009 (Previously filed on Amendment No. 19 to Tender Offer Statement on Schedule TO on February 11, 2009) (S)(5)(V) Press Release issued by Exelon, dated February 26, 2009 (Previously filed on Amendment No. 20 to Tender Offer Statement on Schedule TO on February 26, 2009) (S)(5)(W) Press Release issued by Exelon, dated March 2, 2009 (Previously filed on Amendment No. 21 to Tender Offer Statement on Schedule TO on March 13, 2009) (S)(5)(X) Excerpts from transcript of 2009 Exelon Investor Conference held on March 10, 2009 (Previously filed on Amendment No. 26 to Tender Offer Statement on Schedule TO on March 17, 2009) (Press Release issued by Exelon, dated March 26, 2009 (Previously filed on Amendment No. 26 to Tender Offer Statement on Schedule TO on Marc		Schedule TO on January 20, 2009)
on January 30, 2009) Notice of Intent by Exelon Corporation to Nominate Individuals for Election as Directors and to Propose Stockholder Business at the 2009 Annual Meeting of Stockholders of NRG Energy, Inc., dated January 30, 2009 (Previously filed on Amendment No. 16 to Tender Offer Statement on Schedule TO on January 30, 2009) Presentation for Credit Suisse 2009 Energy Summit, February 2-3, 2009, "Exelon & NRG: Committed, Moving Forward" (Previously filed on Amendment No. 17 to Tender Offer Statement on Schedule TO on February 2, 2009) Presentation for Investor Meetings, February 2009, "Exelon & NRG: Committed, Moving Forward" (Previously filed on Amendment No. 18 to Schedule TO on February 10, 2009) 10(5)(S) Presentation for Investor Meetings, February 2009, "Exelon & NRG: Committed, Moving Forward" (Previously filed on Amendment No. 18 to Schedule TO on February 10, 2009) Presentation for Investor Meetings, February 2009, "Exelon & NRG: Committed, Moving Forward" (Previously filed on Amendment No. 18 to Schedule TO on February 10, 2009) 10(5)(T) Letter from counsel to NRG to the U.S. Nuclear Regulatory Commission dated February 4, 2009 (Previously filed on Amendment No. 19 to Tender Offer Statement on Schedule TO on February 11, 2009) 10(5)(V) Press Release issued by Exelon, dated February 26, 2009 (Previously filed on Amendment No. 20 to Tender Offer Statement on Schedule TO on February 26, 2009) 10(5)(W) Press Release issued by Exelon, dated March 2, 2009 (Previously filed on Amendment No. 21 to Tender Offer Statement on Schedule TO on March 3, 2009) 10(5)(Y) Press Release issued by Exelon, dated March 17, 2009 (Previously filed on Amendment No. 25 to Tender Offer Statement on Schedule TO on March 17, 2009) 10(5)(X) Press Release issued by Exelon, dated March 26, 2009 (Previously filed on Amendment No. 26 to Tender Offer Statement on Schedule TO on March 17, 2009) 10(5)(X) Press Release issued by Exelon, dated March 26, 2009 (Previously filed on Amendment No. 30 to Tender Offer Statement on Sched	(a)(5)(P)	(Previously filed on Amendment No. 14 to Tender Offer Statement on Schedule TO on January 22, 2009)
Statement on Schedule TO on January 30, 2009) Presentation for Credit Suisse 2009 Energy Summit, February 2-3, 2009, "Exelon & NRG: Committed, Moving Forward" (Previously filed on Amendment No. 17 to Tender Offer Statement on Schedule TO on February 2, 2009) Presentation for Investor Meetings, February 2009, "Exelon & NRG: Committed, Moving Forward" (Previously filed on Amendment No. 18 to Schedule TO on February 10, 2009) Letter from counsel to NRG to the U.S. Nuclear Regulatory Commission dated February 4, 2009 (Previously filed on Amendment No. 19 to Tender Offer Statement on Schedule TO on February 11, 2009) Letter from counsel to Exelon to the U.S. Nuclear Regulatory Commission dated February 10, 2009 (Previously filed on Amendment No. 19 to Tender Offer Statement on Schedule TO on February 11, 2009) Press Release issued by Exelon, dated February 26, 2009 (Previously filed on Amendment No. 20 to Tender Offer Statement on Schedule TO on February 26, 2009) Press Release issued by Exelon, dated March 2, 2009 (Previously filed on Amendment No. 21 to Tender Offer Statement on Schedule TO on March 3, 2009) Press Release issued by Exelon Investor Conference held on March 10, 2009 (Previously filed on Amendment No. 24 to Tender Offer Statement on Schedule TO on March 17, 2009) Press Release issued by Exelon, dated March 17, 2009 (Previously filed on Amendment No. 25 to Tender Offer Statement on Schedule TO on March 17, 2009) Press Release issued by Exelon, dated March 26, 2009 (Previously filed on Amendment No. 26 to Tender Offer Statement on Schedule TO on March 27, 2009) Press Release issued by Exelon on April 23, 2009 and excerpts from transcript of earnings teleconference held on April 23, 2009 (Previously filed on Amendment No. 30 to Tender Offer Statement on Schedule TO on May 21, 2009) Press Release issued by Exelon, dated May 21, 2009 (Previously filed on Amendment No. 31 to Tender Offer Statement on Schedule TO on June 17, 2009)	(a)(5)(Q)	
Amendment No. 17 to Tender Offer Statement on Schedule TO on February 2, 2009) Presentation for Investor Meetings, February 2009, "Exelon & NRG: Committed, Moving Forward" (Previously filed on Amendment No. 18 to Schedule TO on February 10, 2009) Letter from counsel to NRG to the U.S. Nuclear Regulatory Commission dated February 4, 2009 (Previously filed on Amendment No. 19 to Tender Offer Statement on Schedule TO on February 11, 2009) Letter from counsel to Exelon to the U.S. Nuclear Regulatory Commission dated February 10, 2009 (Previously filed on Amendment No. 19 to Tender Offer Statement on Schedule TO on February 11, 2009) Press Release issued by Exelon, dated February 26, 2009 (Previously filed on Amendment No. 20 to Tender Offer Statement on Schedule TO on February 26, 2009) Press Release issued by Exelon, dated March 2, 2009 (Previously filed on Amendment No. 21 to Tender Offer Statement on Schedule TO on March 3, 2009) Excerpts from transcript of 2009 Exelon Investor Conference held on March 10, 2009 (Previously filed on Amendment No. 24 to Tender Offer Statement on Schedule TO on March 17, 2009) Press Release issued by Exelon, dated March 17, 2009 (Previously filed on Amendment No. 25 to Tender Offer Statement on Schedule TO on March 17, 2009) Press Release issued by Exelon, dated March 26, 2009 (Previously filed on Amendment No. 26 to Tender Offer Statement on Schedule TO on March 17, 2009) Press Release issued by Exelon on April 23, 2009 and excerpts from transcript of earnings teleconference held on April 23, 2009 (Previously filed on Amendment No. 30 to Tender Offer Statement on Schedule TO on May 21, 2009) Press Release issued by Exelon, dated May 21, 2009 (Previously filed on Amendment No. 30 to Tender Offer Statement on Schedule TO on May 21, 2009) Press Release issued by Exelon, dated May 21, 2009 (Previously filed on Amendment No. 30 to Tender Offer Statement on Schedule TO on May 21, 2009)		Statement on Schedule TO on January 30, 2009)
to Schedule TO on February 10, 2009) Letter from counsel to NRG to the U.S. Nuclear Regulatory Commission dated February 4, 2009 (Previously filed on Amendment No. 19 to Tender Offer Statement on Schedule TO on February 11, 2009) Letter from counsel to Exelon to the U.S. Nuclear Regulatory Commission dated February 10, 2009 (Previously filed on Amendment No. 19 to Tender Offer Statement on Schedule TO on February 11, 2009) Letter from counsel to Exelon to the U.S. Nuclear Regulatory Commission dated February 10, 2009 (Previously filed on Amendment No. 19 to Tender Offer Statement on Schedule TO on February 26, 2009) Press Release issued by Exelon, dated February 26, 2009 (Previously filed on Amendment No. 20 to Tender Offer Statement on Schedule TO on February 26, 2009) Press Release issued by Exelon, dated March 2, 2009 (Previously filed on Amendment No. 21 to Tender Offer Statement on Schedule TO on March 3, 2009) Excerpts from transcript of 2009 Exelon Investor Conference held on March 10, 2009 (Previously filed on Amendment No. 24 to Tender Offer Statement on Schedule TO on March 17, 2009) Press Release issued by Exelon, dated March 17, 2009 (Previously filed on Amendment No. 25 to Tender Offer Statement on Schedule TO on March 17, 2009) Press Release issued by Exelon, dated March 26, 2009 (Previously filed on Amendment No. 26 to Tender Offer Statement on Schedule TO on March 27, 2009) (Previously filed on Amendment No. 28 to Tender Offer Statement on Schedule TO on April 23, 2009) (Previously filed on Amendment No. 28 to Tender Offer Statement on Schedule TO on April 23, 2009) Press Release issued by Exelon, dated May 21, 2009 (Previously filed on Amendment No. 30 to Tender Offer Statement on Schedule TO on May 21, 2009) Press Release issued by Exelon, dated June 17, 2009 (Previously filed on Amendment No. 31 to Tender Offer Statement on Schedule TO on June 17, 2009)		Amendment No. 17 to Tender Offer Statement on Schedule TO on February 2, 2009)
Tender Offer Statement on Schedule TO on February 11, 2009) Letter from counsel to Exelon to the U.S. Nuclear Regulatory Commission dated February 10, 2009 (Previously filed on Amendment No. 19 to Tender Offer Statement on Schedule TO on February 11, 2009) Press Release issued by Exelon, dated February 26, 2009 (Previously filed on Amendment No. 20 to Tender Offer Statement on Schedule TO on February 26, 2009) Press Release issued by Exelon, dated March 2, 2009 (Previously filed on Amendment No. 21 to Tender Offer Statement on Schedule TO on March 3, 2009) Excerpts from transcript of 2009 Exelon Investor Conference held on March 10, 2009 (Previously filed on Amendment No. 24 to Tender Offer Statement on Schedule TO on March 17, 2009) Press Release issued by Exelon, dated March 17, 2009 (Previously filed on Amendment No. 25 to Tender Offer Statement on Schedule TO on March 17, 2009) Press Release issued by Exelon, dated March 26, 2009 (Previously filed on Amendment No. 26 to Tender Offer Statement on Schedule TO on March 27, 2009) Press Release issued by Exelon, dated March 26, 2009 (Previously filed on Amendment No. 26 to Tender Offer Statement on Schedule TO on March 27, 2009) Press Release issued by Exelon on April 23, 2009 and excerpts from transcript of earnings teleconference held on April 23, 2009 (Previously filed on Amendment No. 30 to Tender Offer Statement on Schedule TO on May 21, 2009) Press Release issued by Exelon, dated May 21, 2009 (Previously filed on Amendment No. 31 to Tender Offer Statement on Schedule TO on June 17, 2009)		to Schedule TO on February 10, 2009)
to Tender Offer Statement on Schedule TO on February 11, 2009) Press Release issued by Exelon, dated February 26, 2009 (Previously filed on Amendment No. 20 to Tender Offer Statement on Schedule TO on February 26, 2009) Press Release issued by Exelon, dated March 2, 2009 (Previously filed on Amendment No. 21 to Tender Offer Statement on Schedule TO on March 3, 2009) Excerpts from transcript of 2009 Exelon Investor Conference held on March 10, 2009 (Previously filed on Amendment No. 24 to Tender Offer Statement on Schedule TO on March 12, 2009) Press Release issued by Exelon, dated March 17, 2009 (Previously filed on Amendment No. 25 to Tender Offer Statement on Schedule TO on March 17, 2009) Press Release issued by Exelon, dated March 26, 2009 (Previously filed on Amendment No. 26 to Tender Offer Statement on Schedule TO on March 27, 2009) Press Release issued by Exelon on April 23, 2009 and excerpts from transcript of earnings teleconference held on April 23, 2009 (Previously filed on Amendment No. 28 to Tender Offer Statement on Schedule TO on April 23, 2009) Press Release issued by Exelon, dated May 21, 2009 (Previously filed on Amendment No. 30 to Tender Offer Statement on Schedule TO on May 21, 2009) Press Release issued by Exelon, dated May 21, 2009 (Previously filed on Amendment No. 31 to Tender Offer Statement on Schedule TO on June 17, 2009)		Tender Offer Statement on Schedule TO on February 11, 2009)
on February 26, 2009) a)(5)(W) Press Release issued by Exelon, dated March 2, 2009 (Previously filed on Amendment No. 21 to Tender Offer Statement on Schedule TO on March 3, 2009) a)(5)(X) Excerpts from transcript of 2009 Exelon Investor Conference held on March 10, 2009 (Previously filed on Amendment No. 24 to Tender Off Statement on Schedule TO on March 12, 2009) a)(5)(Y) Press Release issued by Exelon, dated March 17, 2009 (Previously filed on Amendment No. 25 to Tender Offer Statement on Schedule TO on March 17, 2009) a)(5)(Z) Press Release issued by Exelon, dated March 26, 2009 (Previously filed on Amendment No. 26 to Tender Offer Statement on Schedule TO on March 27, 2009) a)(5)(AA) Earnings release issued by Exelon on April 23, 2009 and excerpts from transcript of earnings teleconference held on April 23, 2009 (Previously filed on Amendment No. 28 to Tender Offer Statement on Schedule TO on April 23, 2009) a)(5)(BB) Press Release issued by Exelon, dated May 21, 2009 (Previously filed on Amendment No. 30 to Tender Offer Statement on Schedule TO on May 21, 2009) a)(5)(CC) Press Release issued by Exelon, dated June 17, 2009 (Previously filed on Amendment No. 31 to Tender Offer Statement on Schedule TO on June 17, 2009)		to Tender Offer Statement on Schedule TO on February 11, 2009)
March 3, 2009) Excerpts from transcript of 2009 Exelon Investor Conference held on March 10, 2009 (Previously filed on Amendment No. 24 to Tender Off Statement on Schedule TO on March 12, 2009) Press Release issued by Exelon, dated March 17, 2009 (Previously filed on Amendment No. 25 to Tender Offer Statement on Schedule TO on March 17, 2009) Press Release issued by Exelon, dated March 26, 2009 (Previously filed on Amendment No. 26 to Tender Offer Statement on Schedule TO on March 27, 2009) Press Release issued by Exelon on April 23, 2009 and excerpts from transcript of earnings teleconference held on April 23, 2009 (Previously filed on Amendment No. 28 to Tender Offer Statement on Schedule TO on April 23, 2009) Press Release issued by Exelon, dated May 21, 2009 (Previously filed on Amendment No. 30 to Tender Offer Statement on Schedule TO on May 21, 2009) Press Release issued by Exelon, dated June 17, 2009 (Previously filed on Amendment No. 31 to Tender Offer Statement on Schedule TO on June 17, 2009)	(a)(5)(W)	
Statement on Schedule TO on March 12, 2009) Press Release issued by Exelon, dated March 17, 2009 (Previously filed on Amendment No. 25 to Tender Offer Statement on Schedule TO on March 17, 2009) Press Release issued by Exelon, dated March 26, 2009 (Previously filed on Amendment No. 26 to Tender Offer Statement on Schedule TO on March 27, 2009) Earnings release issued by Exelon on April 23, 2009 and excerpts from transcript of earnings teleconference held on April 23, 2009 (Previously filed on Amendment No. 28 to Tender Offer Statement on Schedule TO on April 23, 2009) Press Release issued by Exelon, dated May 21, 2009 (Previously filed on Amendment No. 30 to Tender Offer Statement on Schedule TO on May 21, 2009) Press Release issued by Exelon, dated June 17, 2009 (Previously filed on Amendment No. 31 to Tender Offer Statement on Schedule TO on June 17, 2009)	(a)(5)(X)	
Press Release issued by Exelon, dated March 26, 2009 (Previously filed on Amendment No. 26 to Tender Offer Statement on Schedule TO on March 27, 2009) Earnings release issued by Exelon on April 23, 2009 and excerpts from transcript of earnings teleconference held on April 23, 2009 (Previously filed on Amendment No. 28 to Tender Offer Statement on Schedule TO on April 23, 2009) Press Release issued by Exelon, dated May 21, 2009 (Previously filed on Amendment No. 30 to Tender Offer Statement on Schedule TO on May 21, 2009) Press Release issued by Exelon, dated June 17, 2009 (Previously filed on Amendment No. 31 to Tender Offer Statement on Schedule TO on June 17, 2009)	(a)(5)(Y)	Statement on Schedule TO on March 12, 2009) Press Release issued by Exelon, dated March 17, 2009 (Previously filed on Amendment No. 25 to Tender Offer Statement on Schedule TO on
Earnings release issued by Exelon on April 23, 2009 and excerpts from transcript of earnings teleconference held on April 23, 2009 (Previously filed on Amendment No. 28 to Tender Offer Statement on Schedule TO on April 23, 2009) Press Release issued by Exelon, dated May 21, 2009 (Previously filed on Amendment No. 30 to Tender Offer Statement on Schedule TO on May 21, 2009) Press Release issued by Exelon, dated June 17, 2009 (Previously filed on Amendment No. 31 to Tender Offer Statement on Schedule TO on June 17, 2009)	(a)(5)(Z)	Press Release issued by Exelon, dated March 26, 2009 (Previously filed on Amendment No. 26 to Tender Offer Statement on Schedule TO on
Press Release issued by Exelon, dated May 21, 2009 (Previously filed on Amendment No. 30 to Tender Offer Statement on Schedule TO on May 21, 2009) Press Release issued by Exelon, dated June 17, 2009 (Previously filed on Amendment No. 31 to Tender Offer Statement on Schedule TO on June 17, 2009)	(a)(5)(AA)	Earnings release issued by Exelon on April 23, 2009 and excerpts from transcript of earnings teleconference held on April 23, 2009
Press Release issued by Exelon, dated June 17, 2009 (Previously filed on Amendment No. 31 to Tender Offer Statement on Schedule TO on June 17, 2009)	(a)(5)(BB)	Press Release issued by Exelon, dated May 21, 2009 (Previously filed on Amendment No. 30 to Tender Offer Statement on Schedule TO on
	(a)(5)(CC)	Press Release issued by Exelon, dated June 17, 2009 (Previously filed on Amendment No. 31 to Tender Offer Statement on Schedule TO on
	(a)(5)(DD)	

(a)(5)(EE)	Press Release issued by Exelon, dated June 22, 2009 (Previously filed on Amendment No. 32 to Tender Offer Statement on Schedule TO on
	June 23, 2009)
(a)(5)(FF)	Press Release issued by Exelon, dated June 25, 2009 (Previously filed on Amendment No. 33 to Tender Offer Statement on Schedule TO on
	June 26, 2009)
(a)(5)(GG)	Exelon notice to investment community dated July 1, 2009 (Previously filed on Amendment No. 34 to Tender Offer Statement on Schedule
	TO on July 1, 2009)
(a)(5)(HH)	Press Release issued by Exelon, dated July 2, 2009 (Previously filed on Amendment No. 35 to Tender Offer Statement on Schedule TO on
	July 2, 2009)
(a)(5)(II)	Investor Presentation, July 2009, "Exelon's Offer is About Value – Today and Tomorrow" (Previously filed on Amendment No. 35 to Tender
	Offer Statement on Schedule TO on July 2, 2009)
(a)(5)(JJ)	Exelon notice to investment community, dated July 2, 2009 (Previously filed on Amendment No. 35 to Tender Offer Statement on Schedule
	TO on July 2, 2009)
(a)(5)(KK)	Presentation to RiskMetrics Group and PROXY Governance, Inc., July 2009, "Exelon's Offer is About Value – Today and Tomorrow"
	(Previously filed on Amendment No. 35 to Tender Offer Statement on Schedule TO on July 2, 2009)
(a)(5)(LL)	Transcript of Investor Conference Call, July 2, 2009 (Incorporated by reference to Exelon's Rule 425 filing on July 6, 2009)
(a)(5)(MM)	Press Release issued by Exelon, dated July 6, 2009 (Incorporated by reference to Exelon's Rule 425 filing on July 6, 2009)
(b)	Not applicable.
(d)	Not applicable.
(g)	Not applicable.
(h)	Opinion of Sidley Austin LLP (regarding certain tax matters) (Incorporated by reference to Exelon's Registration Statement on Form S-4 filed
· /	on November 12, 2008)

 $Amendment\ No.\ 31\ to\ Tender\ Offer\ Statement\ on\ Schedule\ TO\ on\ June\ 17,\ 2009)$

Item 13. Information Required by Schedule 13E-3.

Not Applicable.

SIGNATURE

After due inquiry and to the best of the knowledge and belief of the undersigned, the undersigned hereby certifies that the information set forth in this Schedule TO is true, complete and correct.

Dated July 6, 2009

EXELON CORPORATION

By: /s/ William A. Von Hoene, Jr.

Name: William A. Von Hoene, Jr. Title: Executive Vice President

EXELON XCHANGE CORPORATION

By: /s/ William A. Von Hoene, Jr.

Name: William A. Von Hoene, Jr. Title: Executive Vice President

EXHIBIT INDEX

Exhibit

May 21, 2009)

June 17, 2009)

(a)(5)(CC)

Exhibit	
Number	Description of Exhibits
$\overline{(a)(1)(A)}$	Letter of Transmittal (Incorporated by reference to Exelon's Registration Statement on Form S-4 filed on November 12, 2008)
(a)(1)(B)	Notice of Guaranteed Delivery (Incorporated by reference to Exelon's Registration Statement on Form S-4 filed on November 12, 2008)
(a)(1)(C)	Letter to Brokers, Dealers, Commercial Banks, Trust Companies and Other Nominees (Incorporated by reference to Exelon's Registration
	Statement on Form S-4 filed on November 12, 2008)
(a)(1)(D)	Letter to Clients to be Used by Brokers, Dealers, Commercial Banks, Trust Companies and Other Nominees (Incorporated by reference to
	Exelon's Registration Statement on Form S-4 filed on November 12, 2008)
(a)(1)(E)	Guidelines for Certification of Taxpayer Identification Number on Substitute Form W-9 (Incorporated by reference to Exelon's Registration
· / / / /	Statement on Form S-4 filed on November 12, 2008)
(a)(1)(F)	Letter dated November 12, 2008 from John W. Rowe, Chairman and Chief Executive Officer of Exelon Corporation, addressed to
(-)(-)(-)	stockholders of NRG Energy, Inc. (Incorporated by reference to Exelon's Registration Statement on Form S-4 filed on November 12, 2008)
(a)(2)	Not applicable.
(a)(3)	Not applicable.
(a)(4)	Prospectus/offer to exchange relating to Exelon common stock to be issued in the Offer (incorporated by reference to Amendment No. 4 to
(a)(-)	Exelon's Registration Statement on Form S-4 filed on May 20, 2009)
(a)(5)(A)	Summary Advertisement (Incorporated by reference to Exelon's Registration Statement on Form S-4 filed on November 12, 2008)
(a)(5)(B)	Verified Complaint for Declaratory and Injunctive Relief, as filed with the Court of Chancery of the State of Delaware by Exelon and Exelon
(a)(E)(C)	Xchange on November 11, 2008 (Previously filed on Amendment No. 1 to Tender Offer Statement on Schedule TO on November 12, 2008)
(a)(5)(C)	Press Release issued by Exelon, dated November 12, 2008 (Incorporated by reference to Exhibit 99.2 to Exelon's Current Report on Form 8-K
()(E)(D)	filed in November 12, 2008)
(a)(5)(D)	Communication to Exelon's employees dated November 12, 2008, made available to Exelon's employees on November 14, 2008 (Previously
() (E) (E)	filed on Amendment No. 2 to Tender Offer Statement on Schedule TO on November 14, 2008)
(a)(5)(E)	Press Release issued by Exelon, dated November 25, 2008 (Previously filed on Amendment No. 3 to Tender Offer Statement on Schedule TO
	on November 26, 2008)
(a)(5)(F)	Presentation for Investor Meetings, December 2008, "Exelon + NRG: A Compelling Opportunity for Value Creation" (Previously filed on
	Amendment No. 4 to Tender Offer Statement on Schedule TO on December 2, 2008)
(a)(5)(G)	Presentation for Investor Meetings, December 2008, "Exelon + NRG: A Compelling Opportunity for Value Creation" (Previously filed on
	Amendment No. 5 to Tender Offer Statement on Schedule TO on December 15, 2008)
(a)(5)(H)	Press Release issued by Exelon, dated December 18, 2008 (Previously filed on Amendment No. 6 to Tender Offer Statement on Schedule TO
	on December 18, 2008)
(a)(5)(I)	Application of Exelon Corporation under Section 203 of the Federal Power Act, dated December 18, 2008 (Previously filed on Amendment
	No. 7 to Tender Offer Statement on Schedule TO on December 22, 2008)
(a)(5)(J)	NRG Acquisition update sent to Exelon Employees on December 22, 2008 (Previously filed on Amendment No. 8 to Tender Offer Statement
	on Schedule TO on December 23, 2008)
(a)(5)(K)	Letter sent to certain NRG shareholders on December 23, 2008 (Previously filed on Amendment No. 10 to Tender Offer Statement on
	Schedule TO on December 23, 2008)
(a)(5)(L)	Letter sent to NRG shareholders on January 5, 2009 (Previously filed on Amendment No. 11 to Tender Offer Statement on Schedule TO on
	January 5, 2009)
(a)(5)(M)	Press Release issued by Exelon, dated January 7, 2009 (Previously filed on Amendment No. 12 to Tender Offer Statement on Schedule TO on
	January 7, 2009)
(a)(5)(N)	Current Report on Form 8-K filed by Exelon on January 20, 2009 (Previously filed on Amendment No. 13 to Tender Offer Statement on
	Schedule TO on January 20, 2009)
(a)(5)(O)	Earnings release issued by Exelon on January 22, 2009 and excerpts from transcript of earnings teleconference held on January 22, 2009
· / / / /	(Previously filed on Amendment No. 14 to Tender Offer Statement on Schedule TO on January 22, 2009)
(a)(5)(P)	Press Release issued by Exelon, dated January 30, 2009 (Previously filed on Amendment No. 16 to Tender Offer Statement on Schedule TO
(-)(-)(-)	on January 30, 2009)
(a)(5)(Q)	Notice of Intent by Exelon Corporation to Nominate Individuals for Election as Directors and to Propose Stockholder Business at the 2009
(-)(-)(-)	Annual Meeting of Stockholders of NRG Energy, Inc., dated January 30, 2009 (Previously filed on Amendment No. 16 to Tender Offer
	Statement on Schedule TO on January 30, 2009)
(a)(5)(R)	Presentation for Credit Suisse 2009 Energy Summit, February 2-3, 2009, "Exelon + NRG: Committed, Moving Forward" (Previously filed on
(4)(5)(11)	Amendment No. 17 to Tender Offer Statement on Schedule TO on February 2, 2009)
(a)(5)(S)	Presentation for Investor Meetings, February 2009, "Exelon & NRG: Committed, Moving Forward" (Previously filed on Amendment No. 18
(a)(3)(3)	to Schedule TO on February 10, 2009)
(a)(5)(T)	Letter from counsel to NRG to the U.S. Nuclear Regulatory Commission dated February 4, 2009 (Previously filed on Amendment No. 19 to
(a)(3)(1)	Tender Offer Statement on Schedule TO on February 11, 2009)
(a)(E)(II)	Letter from counsel to Exelon to the U.S. Nuclear Regulatory Commission dated February 10, 2009 (Previously filed on Amendment No. 19
(a)(5)(U)	
(a)(E)(I)	to Tender Offer Statement on Schedule TO on February 11, 2009)
(a)(5)(V)	Press Release issued by Exelon, dated February 26, 2009 (Previously filed on Amendment No. 20 to Tender Offer Statement on Schedule TO
()(=)(1,1)	on February 26, 2009)
(a)(5)(W)	Press Release issued by Exelon, dated March 2, 2009 (Previously filed on Amendment No. 21 to Tender Offer Statement on Schedule To on
	March 3, 2009)
(a)(5)(X)	Excerpts from transcript of 2009 Exelon Investor Conference held on March 10, 2009 (Previously filed on Amendment No. 24 to Tender Offer
	Statement on Schedule TO on March 12, 2009)
(a)(5)(Y)	Press Release issued by Exelon, dated March 17, 2009 (Previously filed on Amendment No. 25 to Tender Offer Statement TO on March 17,
	2009)
(a)(5)(Z)	Press Release issued by Exelon, dated March 26, 2009 (Previously filed on Amendment No. 26 to Tender Offer Statement TO on March 27,
	2009)
(a)(5)(AA)	Earnings release issued by Exelon on April 23, 2009 and excerpts from transcript of earnings teleconference held on April 23, 2009
	(Previously filed on Amendment No. 28 to Tender Offer Statement on Schedule TO on April 23, 2009)
(a)(5)(BB)	Press Release issued by Exelon, dated May 21, 2009 (Previously filed on Amendment No. 30 to Tender Offer Statement on Schedule TO on
	May 21, 2009)

Press Release issued by Exelon, dated June 17, 2009 (Previously filed on Amendment No. 31 to Tender Offer Statement on Schedule TO on

	June 26, 2009)
(a)(5)(GG)	Exelon notice to investment community dated July 1, 2009 (Previously filed on Amendment No. 34 to Tender Offer Statement on Schedule
	TO on July 1, 2009)
(a)(5)(HH)	Press Release issued by Exelon, dated July 2, 2009 (Previously filed on Amendment No. 35 to Tender Offer Statement on Schedule TO on
	July 2, 2009)
(a)(5)(II)	Investor Presentation, July 2009, "Exelon's Offer is About Value – Today and Tomorrow" (Previously filed on Amendment No. 35 to Tender
	Offer Statement on Schedule TO on July 2, 2009)
(a)(5)(JJ)	Exelon notice to investment community, dated July 2, 2009 (Previously filed on Amendment No. 35 to Tender Offer Statement on Schedule
	TO on July 2, 2009)

Definitive Proxy Statement of Exelon relating to 2009 Annual Meeting of Stockholders of NRG, dated June 17, 2009 (Previously filed on

Press Release issued by Exelon, dated June 22, 2009 (Previously filed on Amendment No. 32 to Tender Offer Statement on Schedule TO on

Press Release issued by Exelon, dated June 25, 2009 (Previously filed on Amendment No. 33 to Tender Offer Statement on Schedule TO on

(a)(5)(KK) Presentation to RiskMetrics Group and PROXY Governance, Inc., July 2009, "Exelon's Offer is About Value – Today and Tomorrow" (Previously filed on Amendment No. 35 to Tender Offer Statement on Schedule TO on July 2, 2009)

(a)(5)(LL) Transcript of Investor Conference Call, July 2, 2009 (Incorporated by reference to Exelon's Rule 425 filing on July 6, 2009)

(a)(5)(MM) Press Release issued by Exelon, dated July 6, 2009 (Incorporated by reference to Exelon's Rule 425 filing on July 6, 2009)

(b) Not applicable.

Amendment No. 31 to Tender Offer Statement on Schedule TO on June 17, 2009)

(b) Not applicable.(d) Not applicable.(g) Not applicable.

June 23, 2009)

(a)(5)(DD)

(a)(5)(EE)

(a)(5)(FF)

(h) Opinion of Sidley Austin LLP (regarding certain tax matters) (Incorporated by reference to Exelon's Registration Statement on Form S-4 filed on November 12, 2008)