

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

November 10, 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
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
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 November 10, 2003, Exelon Corporation (Exelon) and its Commonwealth Edison Company (ComEd) subsidiary announced important modifications to legislation they are seeking to facilitate Exelon's proposed acquisition of Illinois Power. A copy of Exelon's news release is attached hereto as Exhibit 99.

This combined Form 8-K is being furnished separately by Exelon, ComEd and Exelon Generation Company, LLC (Generation) (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, within the meaning of the Private Securities Litigation Reform Act of 1995, that are subject to risks and uncertainties. The factors that could cause actual results to differ materially from the forward-looking statements made by a registrant include those factors discussed herein, as well as the items discussed in (a) the Registrants' 2002 Annual Report on Form 10-K - ITEM 7. Management's Discussion and Analysis of Financial Condition and Results of Operations--Business Outlook and the Challenges in Managing Our Business for each of Exelon, ComEd, PECO and Generation, (b) the Registrants' 2002 Annual Report on Form 10-K - ITEM 8. Financial Statements and Supplementary Data: Exelon - Note 19, ComEd - Note 16, PECO - Note 18 and Generation - Note 13 and (c) other factors discussed in filings with the United States Securities and Exchange Commission (SEC) by the Registrants. Readers are cautioned not to place undue reliance on these forward-looking statements, which apply only as of the date of this Report. None

of the Registrants undertakes any obligation to publicly release any revision to its forward-looking statements to reflect events or circumstances after the date of this Report.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

EXELON CORPORATION
COMMONWEALTH EDISON COMPANY
EXELON GENERATION COMPANY, LLC

/s/ Robert S. Shapard

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

November 10, 2003

News Release

From: Commonwealth Edison
Media Relations
Chicago, IL 60680-5379

FOR IMMEDIATE RELEASE
Monday, November 10, 2003

Contact: Tabrina Davis
312.394.7919
312.394.3500

ComEd's Parent Company, Exelon, Announces Key Modifications to House Bill 2200

CHICAGO - Exelon Corporation and its ComEd subsidiary today announced important modifications to legislation they are seeking to facilitate Exelon's proposed acquisition of Illinois Power. The modifications address concerns expressed by legislators last week - the first week of the Illinois General Assembly's fall session.

ComEd will no longer submit a rate proposal in conjunction with the Illinois Commerce Commission's review of Exelon's proposed acquisition of Illinois Power. Until now, ComEd had planned to ask the ICC to set its rates for the 2007 through 2010 period in conjunction with the acquisition review.

"We have listened carefully to the concerns of the Governor, legislative leaders, constitutional officers, lawmakers and the bill sponsors and have made these modifications to address any misperceptions that the ComEd rate plan was designed to finance the acquisition of Illinois Power," said Frank M. Clark, President of ComEd. "While the modified legislation is not as desirable to us as our original plan, Exelon could proceed with the acquisition of Illinois Power under this scenario. We continue to believe that this transaction will be good for Exelon and ComEd's customers, employees and investors and Illinois Power's customers and employees."

If the legislation, House Bill 2200, is passed into law, Exelon officials said that they would ask the ICC to determine rates for Illinois Power in conjunction with the acquisition review, as previously planned.

In response to concerns regarding power purchases, Exelon would submit for ICC review all power purchase agreements that ComEd and Illinois Power will have with Exelon Generation that would be addressed in rates when the rate freeze expires at the end of 2006. The ICC would be charged with determining the prudence of electricity acquisitions under the power purchase agreements and if they are in the public interest. Even after the transaction is completed, the ICC will retain this authority to review future power purchase agreements.

Other important provisions of the legislation remain unchanged from the previous version. Exelon will continue to seek an expedited nine-month ICC review process for its acquisition of Illinois Power.

Exelon remains committed to renewable energy and environmental stewardship.

"These modifications should make clear that the acquisition of Illinois Power and the ComEd rate plan are separate issues and each stands on its own merits," Clark said. "While this modified approach provides Exelon with less certainty, it reflects our strong desire to find a solution that balances the interests of all stakeholders. We are optimistic that this latest proposal will do just that. These latest modifications should leave no doubt about the sincerity of our intentions to purchase Illinois Power."

(more)

Exelon also will remain committed to maintaining a strong Illinois Power presence in Decatur, and to protecting jobs through its acquisition.

"We hope to provide stability for the working men and women of Illinois Power," Clark said.

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Commonwealth Edison is a unit of Chicago-based Exelon Corporation (NYSE, EXC), one of the nation's largest electric utilities with more than \$15 billion in revenues and a customer base of five million. ComEd provides service to approximately 3.5 million customers across Northern Illinois, or 70 percent of the state's population.