

EXELON CORP  
Form 8-K  
August 02, 2018

UNITED STATES  
SECURITIES AND EXCHANGE  
COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934  
August 2, 2018  
Date of Report (Date of earliest event reported)

| Commission<br>File Number | Exact Name of<br>Registrant as<br>Specified in Its<br>Charter; State of<br>Incorporation;<br>Address of Principal<br>Executive Offices;<br>and<br>Telephone Number            | IRS Employer<br>Identification<br>Number |
|---------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------|
| 1-16169                   | EXELON<br>CORPORATION<br>(a Pennsylvania<br>corporation)<br>10 South Dearborn<br>Street<br>P.O. Box 805379<br>Chicago, Illinois<br>60680-5379<br>(800) 483-3220               | 23-2990190                               |
| 333-85496                 | EXELON<br>GENERATION<br>COMPANY, LLC<br>(a Pennsylvania<br>limited liability<br>company)<br>300 Exelon Way<br>Kennett Square,<br>Pennsylvania<br>19348-2473<br>(610) 765-5959 | 23-3064219                               |

|           |                                                                                                                                                                                             |            |
|-----------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|
| 1-1839    | COMMONWEALTH<br>EDISON<br>COMPANY<br>(an Illinois<br>corporation)<br>440 South LaSalle<br>Street<br>Chicago, Illinois<br>60605-1028<br>(312) 394-4321                                       | 36-0938600 |
| 000-16844 | PECO ENERGY<br>COMPANY<br>(a Pennsylvania<br>corporation)<br>P.O. Box 8699<br>2301 Market Street<br>Philadelphia,<br>Pennsylvania<br>19101-8699<br>(215) 841-4000                           | 23-0970240 |
| 1-1910    | BALTIMORE GAS<br>AND ELECTRIC<br>COMPANY<br>(a Maryland<br>corporation)<br>2 Center Plaza<br>110 West Fayette<br>Street<br>Baltimore, Maryland<br>21201<br>(410) 234-5000                   | 52-0280210 |
| 001-31403 | PEPCO HOLDINGS<br>LLC<br>(a Delaware limited<br>liability company)<br>701 Ninth Street,<br>N.W.<br>Washington, District<br>of Columbia 20068<br>(202) 872-2000                              | 52-2297449 |
| 001-01072 | POTOMAC<br>ELECTRIC POWER<br>COMPANY<br>(a District of<br>Columbia and<br>Virginia corporation)<br>701 Ninth Street,<br>N.W.<br>Washington, District<br>of Columbia 20068<br>(202) 872-2000 | 53-0127880 |



|           |                                                                                                                                                                                |            |
|-----------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|
| 001-01405 | DELMARVA<br>POWER &<br>LIGHT<br>COMPANY<br>(a Delaware<br>and Virginia<br>corporation)<br>500 North<br>Wakefield<br>Drive<br>Newark,<br>Delaware<br>19702<br>(202)<br>872-2000 | 51-0084283 |
| 001-03559 | ATLANTIC<br>CITY<br>ELECTRIC<br>COMPANY<br>(a New Jersey<br>corporation)<br>500 North<br>Wakefield<br>Drive<br>Newark,<br>Delaware<br>19702<br>(202)<br>872-2000               | 21-0398280 |

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether any of the registrants are emerging growth companies as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if any of the registrants have elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Section 2 - Financial Information

Item 2.02. Results of Operations and Financial Condition.

Section 7 - Regulation FD

Item 7.01. Regulation FD Disclosure.

On August 2, 2018, Exelon Corporation (Exelon) announced via press release its results for the second quarter ended June 30, 2018. A copy of the press release and related attachments is attached hereto as Exhibit 99.1. Also attached as Exhibits 99.2 and 99.3 to this Current Report on Form 8-K are the presentation slides to be used at the second quarter 2018 earnings conference call and the second quarter 2018 infographic. This Form 8-K and the attached exhibits are provided under Items 2.02, 7.01 and 9.01 of Form 8-K and are furnished to, but not filed with, the Securities and Exchange Commission.

Exelon has scheduled the conference call for 9:00 AM CT (10:00 AM ET) on August 2, 2018. The call-in number in the U.S. and Canada is 800-690-3108, and the international call-in number is 973-935-8753. If requested, the conference ID number is 2999525. Media representatives are invited to participate on a listen-only basis. The call will be web-cast and archived on Exelon's Web site: [www.exeloncorp.com](http://www.exeloncorp.com). (Please select the Investors page.)

Telephone replays will be available until August 16, 2018. The U.S. and Canada call-in number for replays is 855-859-2056, and the international call-in number is 404-537-3406. The conference ID number is 2999525.

Section 9 - Financial Statements and Exhibits

Item 9.01. Financial Statements and Exhibits

(d) Exhibits.

Exhibit No. Description

|             |                                                       |
|-------------|-------------------------------------------------------|
| <u>99.1</u> | <u>Press release and earnings release attachments</u> |
| <u>99.2</u> | <u>Earnings conference call presentation slides</u>   |
| <u>99.3</u> | <u>Infographic</u>                                    |

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This combined Current Report on Form 8-K is being furnished separately by Exelon, Exelon Generation Company, LLC, Commonwealth Edison Company, PECO Energy Company, Baltimore Gas and Electric Company, Pepco Holdings LLC, Potomac Electric Power Company, Delmarva Power & Light Company, and Atlantic City Electric Company (Registrants). Information contained herein relating to any individual Registrant has been furnished by such Registrant on its own behalf. No Registrant makes any representation as to information relating to any other Registrant.

This report contains certain 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 the Registrants include those factors discussed herein, as well as the items discussed in (1) the Registrants' 2017 Annual Report on Form 10-K in (a) ITEM 1A. Risk Factors, (b) ITEM 7. Management's Discussion and Analysis of Financial Condition and Results of Operations and (c) ITEM 8. Financial Statements and Supplementary Data: Note 23, Commitments and Contingencies; (2) the Registrants' Second Quarter 2018 Quarterly Report on Form 10-Q in (a) Part II, Other Information, ITEM 1A. Risk Factors; (b) Part 1, Financial Information, ITEM 2. Management's Discussion and Analysis of Financial Condition and Results of Operations and (c) Part I, Financial Information, ITEM 1. Financial Statements: Note 17, Commitments and Contingencies; and (3) other factors discussed in filings with the SEC by the Registrants. Readers are cautioned not to place undue reliance on these forward-looking statements, which apply only as of the date of this report. None of the Registrants undertakes any obligation to publicly release any revision to its forward-looking statements to reflect

events or circumstances after the date of this report.

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SIGNATURES

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

EXELON CORPORATION

/s/ Joseph Nigro  
Joseph Nigro  
Senior Executive Vice President and Chief Financial Officer  
Exelon Corporation

EXELON GENERATION COMPANY, LLC

/s/ Bryan P. Wright  
Bryan P. Wright  
Senior Vice President and Chief Financial Officer  
Exelon Generation Company, LLC

COMMONWEALTH EDISON COMPANY

/s/ Jeanne M. Jones  
Jeanne M. Jones  
Senior Vice President, Chief Financial Officer and Treasurer  
Commonwealth Edison Company

PECO ENERGY COMPANY

/s/ Phillip S. Barnett  
Phillip S. Barnett  
Senior Vice President, Chief Financial Officer and Treasurer  
PECO Energy Company

BALTIMORE GAS AND ELECTRIC COMPANY

/s/ David M. Vahos  
David M. Vahos  
Senior Vice President, Chief Financial Officer and Treasurer  
Baltimore Gas and Electric Company

PEPCO HOLDINGS LLC

/s/ Robert M. Aiken  
Robert M. Aiken  
Vice President and Controller  
Pepco Holdings LLC

POTOMAC ELECTRIC POWER COMPANY

/s/ Robert M. Aiken  
Robert M. Aiken  
Vice President and Controller  
Potomac Electric Power Company

DELMARVA POWER & LIGHT COMPANY

/s/ Robert M. Aiken  
Robert M. Aiken  
Vice President and Controller  
Delmarva Power & Light Company

ATLANTIC CITY ELECTRIC COMPANY

/s/ Robert M. Aiken  
Robert M. Aiken  
Vice President and Controller  
Atlantic City Electric Company  
August 2, 2018

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EXHIBIT INDEX

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