

# Investor Meetings

June 2011



# Forward-Looking Statements



This presentation includes 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 these forward-looking statements include those discussed herein as well as those discussed in (1) Exelon's 2010 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 18; (2) Exelon's First Quarter 2011 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 12 and (3) other factors discussed in filings with the Securities and Exchange Commission (SEC) by Exelon Corporation, Commonwealth Edison Company, PECO Energy Company and Exelon Generation Company, LLC (Companies). Readers are cautioned not to place undue reliance on these forward-looking statements, which apply only as of the date of this presentation. None of the Companies undertakes any obligation to publicly release any revision to its forward-looking statements to reflect events or circumstances after the date of this presentation.

# PJM RPM Auction Results



## Base Auction Clearing Prices (\$ / MW – Day)

LDA	RTO	MAAC	EMAAC	SWMAAC
<b>PY 12/13</b>				
Single Product	\$16.46	\$133.37	\$139.73	\$133.37
<b>PY 13/14</b>				
Single Product	\$27.73	\$226.15	\$245	\$226.15
<b>PY 14/15</b>				
Limited DR	\$125.47	\$125.47	\$125.47	\$125.47
Extended Summer DR and Annual Resources	\$125.99	\$136.50	\$136.50	\$136.50

**Increased quantities of uncleared generation in RTO reflect changed bidding behavior by some generators to include the cost of environmental compliance**

# Wolf Hollow Acquisition



- Diversifies generation portfolio
  - Expands geographic and fuel characteristics of fleet
  - Advances Exelon and Constellation merger strategy of matching load with generation in key competitive markets
- Creates value for shareholders
  - Purchase price compares favorably to cost of new build
  - Free cash flow accretive beginning in 2012; earnings and credit neutral
  - Eliminates current above market purchase power agreement (PPA) with Wolf Hollow
  - Enhances opportunity to benefit from future market heat rate expansion in ERCOT

## Wolf Hollow Overview



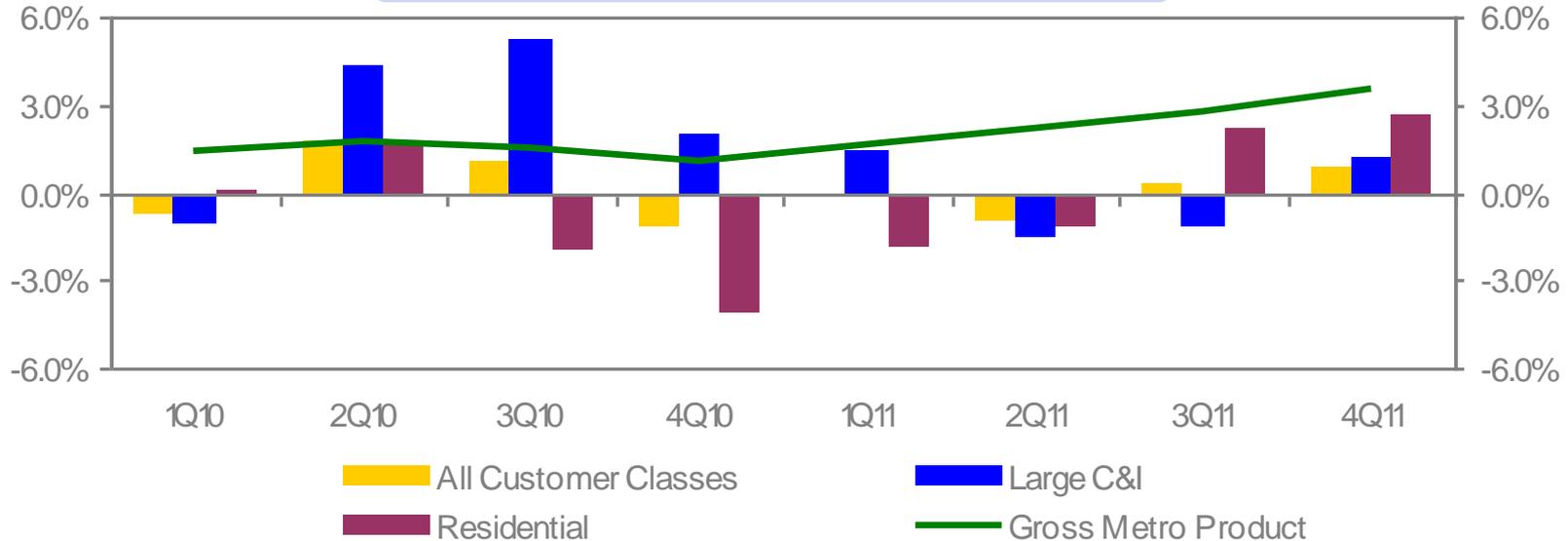
Location	Granbury, Texas
Commercial Operation Date	August 2003
Nominal Net Operating Capacity	720MW
Equipment Technology	2 Mitsubishi combined-cycle gas turbines
Primary Fuel	Natural Gas
Secondary Fuel	None

**Transaction expected to close in Q3 2011**

# ComEd Load Trends



## Weather-Normalized Load Year-over-Year



### Key Economic Indicators

	Chicago	U.S.
Unemployment rate <sup>(1)</sup>	8.5%	8.8%
2011 annualized growth in gross domestic/metro product <sup>(2)</sup>	2.5%	3.2%

(1) Source: U.S. Dept. of Labor (March 2011) and Illinois Department of Security (March 2011)

(2) Source: Global Insight February 2011

### Weather-Normalized Load

	2010	1Q11	2011E
Average Customer Growth	0.2%	0.4%	0.5%
Average Use-Per-Customer	(1.4)%	(2.2)%	0.1%
Total Residential	(1.2)%	(1.8)%	0.5%
Small C&I	(0.6)%	0.6%	(0.3)%
Large C&I	2.6%	1.4%	(0.1)%
All Customer Classes	0.2%	(0.1)%	0.0%

Note: C&I = Commercial & Industrial

# ComEd 2010 Rate Case Final Order



(ICC Docket No. 10-0467)

Rate Case Details	ICC Order (5/24/11)	ComEd Reply Brief (2/23/11)
Revenue Requirement Increase	\$143M <sup>(1)</sup>	\$343M
Rate Base	\$6,549M	\$7,349M
ROE	10.50%	11.30% <sup>(2)</sup>
Equity Ratio	47.28%	47.28%

(1) Reflects ~\$(13)M adjustment to ICC Order

(2) Included 40 bp adder for energy efficiency, not approved by ICC

**On 5/24/11, the Illinois Commerce Commission (ICC) issued an order in ComEd's 2010 distribution rate case – new rates scheduled to go into effect in June 2011**

# Illinois Power Agency (IPA) RFP Procurement

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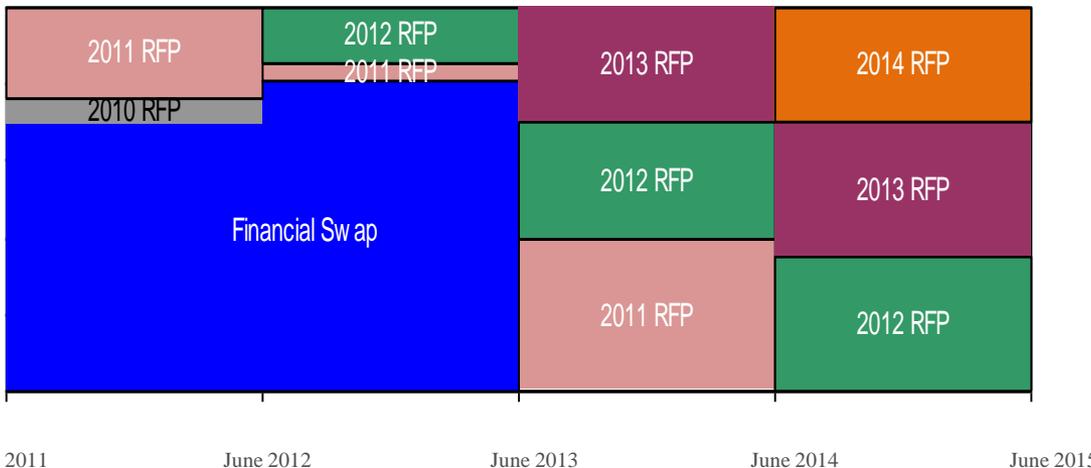
## ➤ ICC has approved Standard Products and Annual REC Procurement held in May 2011

- Effective ATC of \$34.77/MWh for 9 winning Standard Product suppliers for the 2011-12 plan-year
- 2.12 million MWh of renewable resources for the 2011-12 plan-year from 12 winning suppliers
- Provisions included:
  - Annual energy procurements over a three-year time frame
  - Target a 35%/35%/30% laddered procurement approach
  - No additional Energy Efficiency, Demand Response purchases
  - No additional long-term contracts for renewables
  - No 10% overprocurement for summer peak energy

## Financial Swap Agreement with ExGen

(ATC baseload energy – notional quantity 3,000 MW)

Term	Fixed Price (\$/MWh)
1/1/11-12/31/11	\$51.26
1/1/12-12/31/12	\$52.37
1/13/13-5/31/13	\$53.48



Volume procured in the 2011 IPA Procurement Event (GWh)

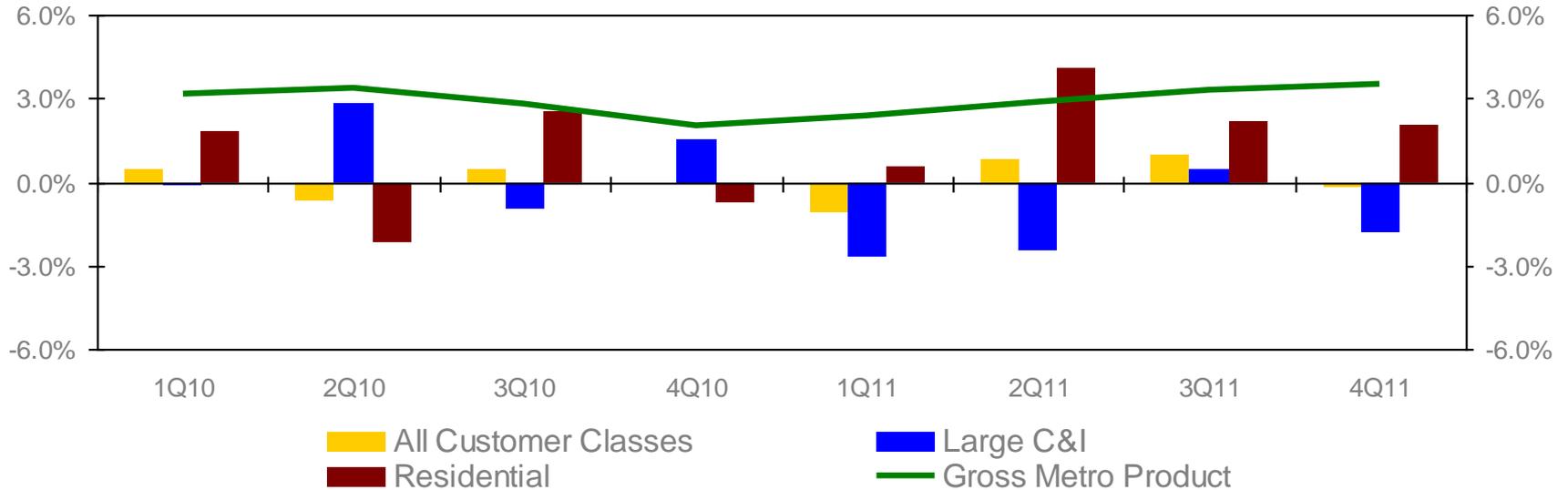
Delivery Period	Volume procured in the 2011 IPA Procurement Event (GWh)	
	Peak	Off-Peak
June 2011 - May 2012	5,118	4,001
June 2012 - May 2013	1,129	358
June 2013 - May 2014	6,494	6,062

Note: Chart is for illustrative purposes only.  
REC = Renewable Energy Credit; RFP = request for proposal

# PECO Load Trends



## Weather-Normalized Load Year-over-Year



### Key Economic Indicators

	Philadelphia	U.S.
Unemployment rate <sup>(1)</sup>	8.4%	8.8%
2010 annualized growth in gross domestic/metro product <sup>(2)</sup>	3.0%	3.2%

(1) Source: U.S. Dept. of Labor data March 2011 - US  
 U.S. Dept. of Labor prelim. data February 2011 - Philadelphia  
 (2) Source: Global Insight February 2011

### Weather-Normalized Load

	2010	1Q11	2011E
Average Customer Growth	0.3%	0.4%	0.4%
Average Use-Per-Customer	<u>0.3%</u>	<u>0.2%</u>	<u>1.7%</u>
Total Residential	0.5%	0.5%	2.1%
Small C&I	(1.9)%	(1.1)%	0.1%
Large C&I	0.8%	(2.7)%	(1.6)%
All Customer Classes	0.1%	(1.1)%	0.1%

Note: C&I = Commercial & Industrial

# PECO Procurement Plan



## PECO Procurement Plan<sup>(1)</sup>

Customer Class	Products
<b>Residential</b>	<ul style="list-style-type: none"> <li>✓ 75% full requirements</li> <li>✓ 20% block energy</li> <li>✓ 5% energy only spot</li> </ul>
<b>Small Commercial</b> (peak demand <100 kW)	<ul style="list-style-type: none"> <li>✓ 90% full requirements</li> <li>✓ 10% full requirements spot</li> </ul>
<b>Medium Commercial</b> (peak demand >100 kW but <= 500 kW)	<ul style="list-style-type: none"> <li>✓ 85% full requirements</li> <li>✓ 15% full requirements spot</li> </ul>
<b>Large Commercial &amp; Industrial</b> (peak demand >500 kW)	<ul style="list-style-type: none"> <li>✓ Fixed-Priced full requirements<sup>(2)</sup></li> <li>✓ Hourly full requirements</li> </ul>

## May 2, 2011 RFP - Fifth in a series of nine procurements for the PUC-approved Default Service Plan

### Residential – weighted average wholesale prices

- ✓ 80 MW of baseload (24x7) block energy product (for Jan-Dec 2012) – \$51.52/MWh
- ✓ 70 MW of Jun-Aug 2011 summer on-peak block energy product – \$67.24/MWh
- ✓ 40 MW of Dec 2011-Feb 2012 winter on-peak block energy product – \$63.05/MWh

### Large Commercial and Industrial (Hourly) – weighted average wholesale price

- ✓ 36% of hourly full requirements product (for Jun 2011-May 2012)<sup>(3)</sup> – \$4.97/MWh<sup>(4)</sup>

**Spring 2011 RFP was held on May 2, 2011, with results announced on May 18<sup>th</sup>**

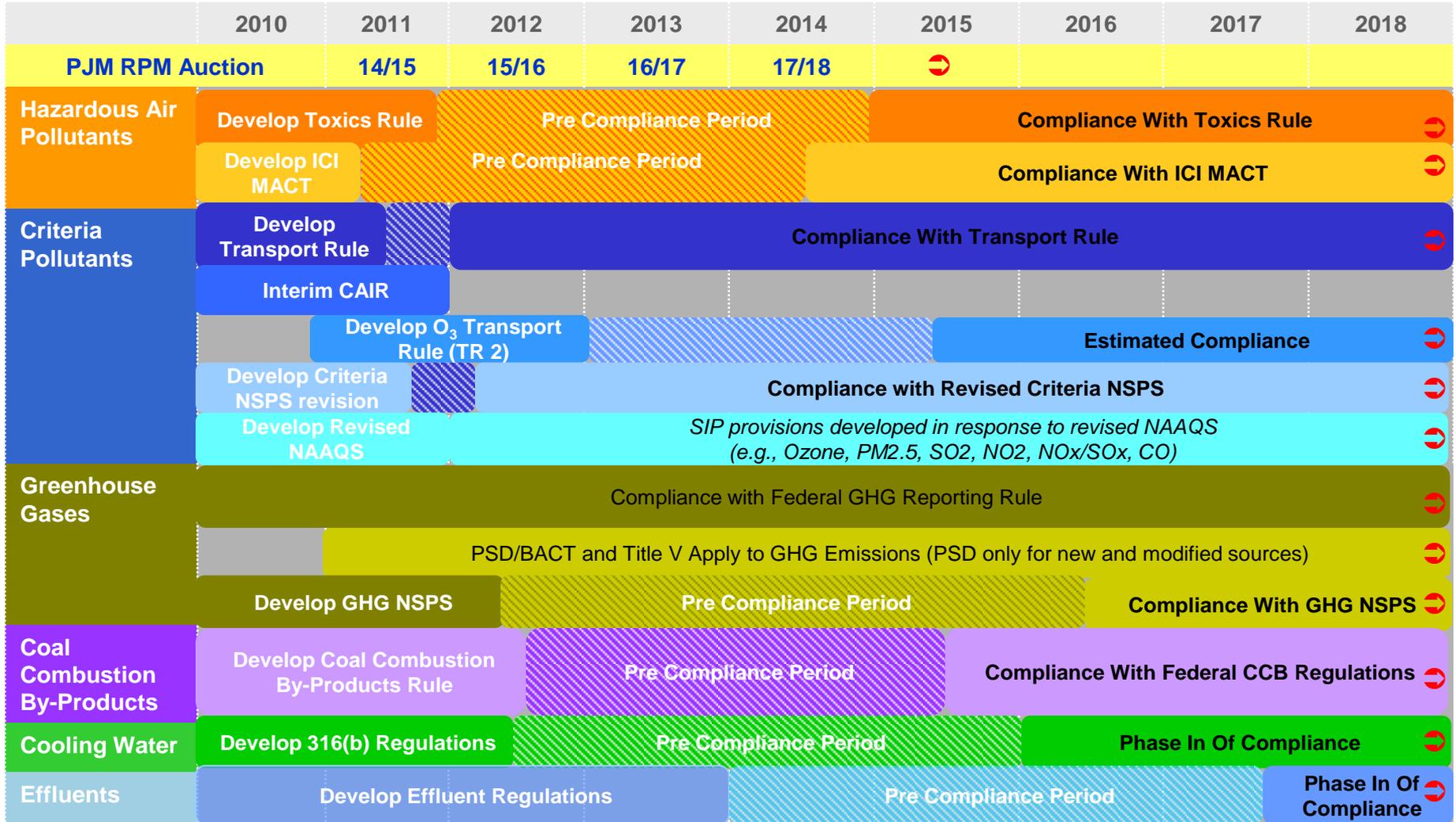
(1) See PECO Procurement website (<http://www.pecoprocurement.com>) for additional details regarding PECO's procurement plan and RFP results.

(2) For Large C&I customers who previously opted to participate in the 2011 fixed-priced full requirements product.

(3) Large C&I tranches which were not fully subscribed in the fall 2010 procurement.

(4) The price for the hourly full requirements product includes only ancillary services/Alternative Energy Portfolio Standard (AEPS) and miscellaneous costs. The price does not include energy and capacity costs. Energy costs will be based on the PECO Zone Day-Ahead locational marginal pricing (LMP) price, and capacity will be based on the PJM RPM price per day.

# EPA Regulations Will Move Forward in 2011



Notes: RPM auctions take place annually in May.

For definition of the EPA regulations referred to on this slide, please see the EPA's Terms of Environment (<http://www.epa.gov/OCEPaterms/>).

# 2011 Events of Interest



	Q1	Q2	Q3	Q4
	<p>Proposed Toxics Rule (3/16)</p> <p>Proposed 316(b) EPA Regulation (3/28)</p>	<p>RPM Auction results (5/13)</p> <p>Retirement of Cromby 1 &amp; Eddystone 1 units (5/31)</p> <p>EPA Final Transport Rule (June)</p>		<p>EPA Final Toxics Rule (November)</p> <p>Retirement of Cromby 2 unit (12/31)</p>
		<p>ALJ Proposed Order – DST Rate Case (4/1)</p> <p>Illinois Power Agency RFP (5/16)</p> <p>DST Rate Case Final Order (5/24)</p>		
		<p>Procurement RFP (bids accepted 5/2; results 5/18)</p>	<p>Procurement RFP (bids due 9/19; results by 10/19)</p>	

# **Exelon Generation Hedging Disclosures**

(as of March 31, 2011)

# Important Information



The following slides are intended to provide additional information regarding the hedging program at Exelon Generation and to serve as an aid for the purposes of modeling Exelon Generation's gross margin (operating revenues less purchased power and fuel expense). The information on the following slides is not intended to represent earnings guidance or a forecast of future events. In fact, many of the factors that ultimately will determine Exelon Generation's actual gross margin are based upon highly variable market factors outside of our control. The information on the following slides is as of March 31, 2011. We update this information on a quarterly basis.

Certain information on the following slides is based upon an internal simulation model that incorporates assumptions regarding future market conditions, including power and commodity prices, heat rates, and demand conditions, in addition to operating performance and dispatch characteristics of our generating fleet. Our simulation model and the assumptions therein are subject to change. For example, actual market conditions and the dispatch profile of our generation fleet in future periods will likely differ – and may differ significantly – from the assumptions underlying the simulation results included in the slides. In addition, the forward-looking information included in the following slides will likely change over time due to continued refinement of our simulation model and changes in our views on future market conditions.

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# Portfolio Management Objective

Align Hedging Activities with Financial Commitments



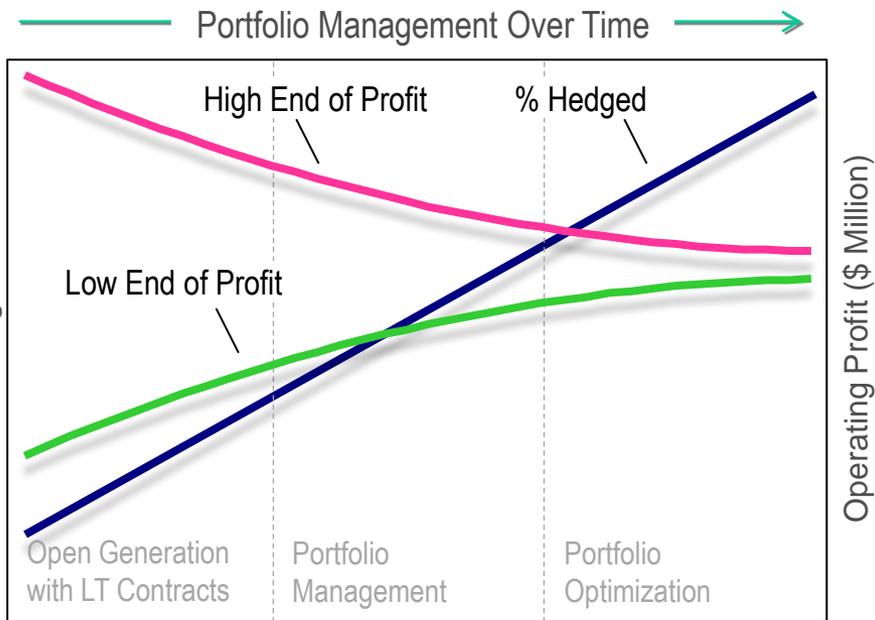
➤ **Exelon's hedging program is designed to protect the long-term value of our generating fleet and maintain an investment-grade balance sheet**

- Hedge enough commodity risk to meet future cash requirements if prices drop
- Consider: financing policy (credit rating objectives, capital structure, liquidity); spending (capital and O&M); shareholder value return policy

➤ **Consider market, credit, operational risk**

➤ **Approach to managing volatility**

- Increase hedging as delivery approaches
- Have enough supply to meet peak load
- Purchase fossil fuels as power is sold
- Choose hedging products based on generation portfolio – sell what we own



➤ **Power Team utilizes several product types and channels to market**

- Wholesale and retail sales
- Block products
- Load-following products and load auctions
- Put/call options
- Heat rate options
- Fuel products
- Capacity
- Renewable credits

# Exelon Generation Hedging Program



- **Our normal practice is to hedge commodity risk on a ratable basis over the three years leading to the spot market**
  - Carry operational length into spot market to manage forced outage and load-following risks
  - By using the appropriate product mix, expected generation hedged approaches the mid-90s percentile as the delivery period approaches
  - Participation in larger procurement events, such as utility auctions, and some flexibility in the timing of hedging may mean the hedge program is not strictly ratable from quarter to quarter

## Percentage of Expected Generation Hedged

$$= \frac{\text{Equivalent MWs Sold}}{\text{Expected Generation}}$$

- How many equivalent MW have been hedged at forward market prices; all hedge products used are converted to an equivalent average MW volume
- Takes ALL hedges into account whether they are power sales or financial products

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# Exelon Generation Open Gross Margin and Reference Prices



	2011	2012	2013
<b>Estimated Open Gross Margin (\$ millions) <sup>(1)(2)</sup></b>	<b>\$5,250</b>	<b>\$4,900</b>	<b>\$5,500</b>

Open gross margin assumes all expected generation is sold at the Reference Prices listed below

## Reference Prices <sup>(1)</sup>

Henry Hub Natural Gas (\$/MMBtu)	\$4.47	\$5.06	\$5.41
NI-Hub ATC Energy Price (\$/MWh)	\$31.32	\$31.32	\$32.83
PJM-W ATC Energy Price (\$/MWh)	\$44.23	\$46.19	\$48.10
ERCOT North ATC Spark Spread (\$/MWh) <sup>(3)</sup>	\$4.42	\$1.88	\$2.06

(1) Based on March 31, 2011 market conditions.

(2) Gross margin is defined as operating revenues less fuel expense and purchased power expense, excluding the impact of decommissioning and other incidental revenues. Open gross margin is estimated based upon an internal model that is developed by dispatching our expected generation to current market power and fossil fuel prices. Open gross margin assumes there is no hedging in place other than fixed assumptions for capacity cleared in the RPM auctions and uranium costs for nuclear power plants. Open gross margin contains assumptions for other gross margin line items such as various ISO bill and ancillary revenues and costs and PPA capacity revenues and payments. The estimation of open gross margin incorporates management discretion and modeling assumptions that are subject to change.

(3) ERCOT North ATC spark spread using Houston Ship Channel Gas, 7,200 heat rate, \$2.50 variable O&M.

# Generation Profile



	2011	2012	2013
<b>Expected Generation (GWh) <sup>(1)</sup></b>	<b>165,800</b>	<b>165,400</b>	<b>162,800</b>
Midwest	99,000	97,800	96,100
Mid-Atlantic	56,300	57,200	56,400
South & West	10,500	10,400	10,300
<b>Percentage of Expected Generation Hedged <sup>(2)</sup></b>	<b>93-96%</b>	<b>73-76%</b>	<b>38-41%</b>
Midwest	93-96	75-78	35-38
Mid-Atlantic	94-97	72-75	42-45
South & West	76-79	59-62	40-43
<b>Effective Realized Energy Price (\$/MWh) <sup>(3)</sup></b>			
Midwest	\$43.00	\$41.00	\$41.00
Mid-Atlantic	\$56.50	\$50.50	\$50.50
South & West	\$4.50	\$0.00	(\$3.00)

(1) Expected generation represents the amount of energy estimated to be generated or purchased through owned or contracted for capacity. Expected generation is based upon a simulated dispatch model that makes assumptions regarding future market conditions, which are calibrated to market quotes for power, fuel, load following products, and options. Expected generation assumes 12 refueling outages in 2011 and 10 refueling outages in 2012 and 2013 at Exelon-operated nuclear plants and Salem. Expected generation assumes capacity factors of 93.0%, 93.6% and 93.1% in 2011, 2012 and 2013 at Exelon-operated nuclear plants. These estimates of expected generation in 2012 and 2013 do not represent guidance or a forecast of future results as Exelon has not completed its planning or optimization processes for those years.

(2) Percent of expected generation hedged is the amount of equivalent sales divided by the expected generation. Includes all hedging products, such as wholesale and retail sales of power, options, and swaps. Uses expected value on options. Reflects decision to permanently retire Cromby Station and Eddystone Units 1&2 as of May 31, 2011.

(3) Effective realized energy price is representative of an all-in hedged price, on a per MWh basis, at which expected generation has been hedged. It is developed by considering the energy revenues and costs associated with our hedges and by considering the fossil fuel that has been purchased to lock in margin. It excludes uranium costs and RPM capacity revenue, but includes the mark-to-market value of capacity contracted at prices other than RPM clearing prices including our load obligations. It can be compared with the reference prices used to calculate open gross margin in order to determine the mark-to-market value of Exelon Generation's energy hedges.

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# Exelon Generation Gross Margin Sensitivities

(with Existing Hedges)

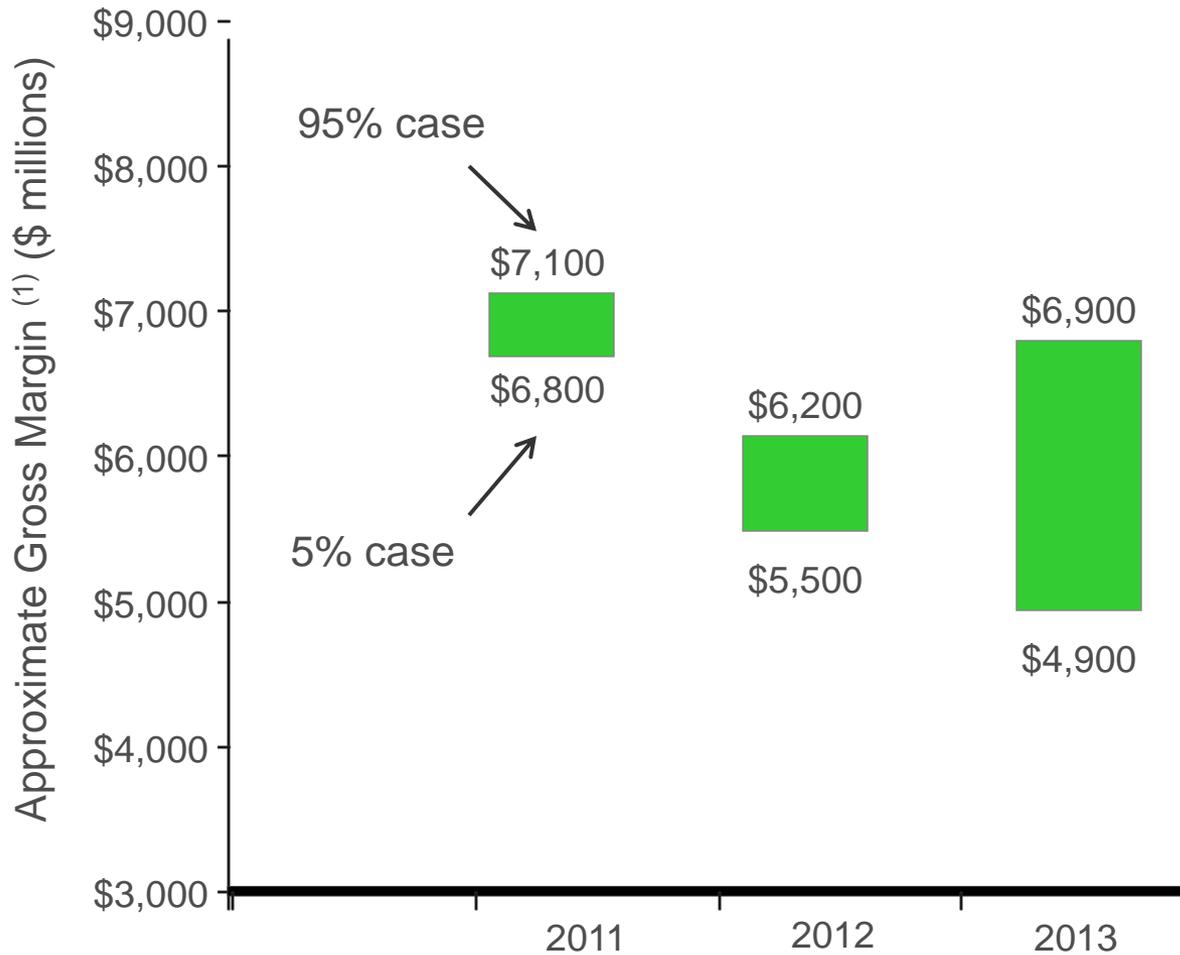


	2011	2012	2013
<b>Gross Margin Sensitivities with Existing Hedges (\$ millions)<sup>(1)</sup></b>			
Henry Hub Natural Gas			
+ \$1/MMBtu	\$5	\$145	\$425
- \$1/MMBtu	\$(5)	\$(65)	\$(380)
NI-Hub ATC Energy Price			
+\$5/MWH	\$15	\$145	\$315
-\$5/MWH	\$(10)	\$(125)	\$(310)
PJM-W ATC Energy Price			
+\$5/MWH	\$10	\$90	\$180
-\$5/MWH	\$(10)	\$(90)	\$(175)
Nuclear Capacity Factor			
+1% / -1%	+/- \$30	+/- \$45	+/- \$45

(1) Based on March 31, 2011 market conditions and hedged position. Gas price sensitivities are based on an assumed gas-power relationship derived from an internal model that is updated periodically. Power prices sensitivities are derived by adjusting the power price assumption while keeping all other prices inputs constant. Due to correlation of the various assumptions, the hedged gross margin impact calculated by aggregating individual sensitivities may not be equal to the hedged gross margin impact calculated when correlations between the various assumptions are also considered.

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# Exelon Generation Gross Margin Upside / Risk (with Existing Hedges)



(1) Represents an approximate range of expected gross margin, taking into account hedges in place, between the 5th and 95th percent confidence levels assuming all unhedged supply is sold into the spot market. Approximate gross margin ranges are based upon an internal simulation model and are subject to change based upon market inputs, future transactions and potential modeling changes. These ranges of approximate gross margin in 2012 and 2013 do not represent earnings guidance or a forecast of future results as Exelon has not completed its planning or optimization processes for those years. The price distributions that generate this range are calibrated to market quotes for power, fuel, load following products, and options as of March 31, 2011.

# Illustrative Example

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## of Modeling Exelon Generation 2011 Gross Margin (with Existing Hedges)



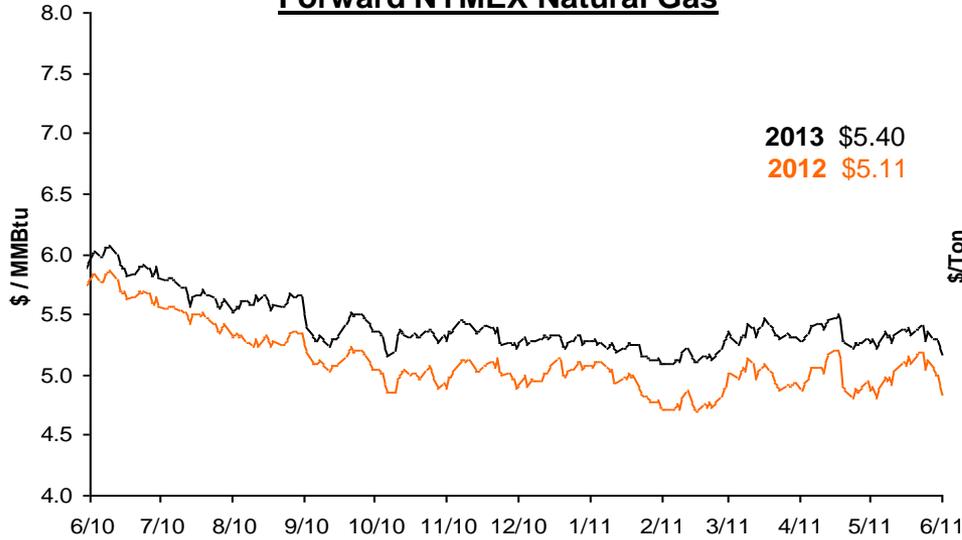
	Midwest	Mid-Atlantic	South & West
<b>Step 1</b> Start with fleetwide open gross margin	← \$5.25 billion →		
<b>Step 2</b> Determine the mark-to-market value of energy hedges	99,000GWh * 94% * (\$43.00/MWh-\$31.32MWh) <b>= \$1.09 billion</b>	56,300GWh * 95% * (\$56.50/MWh-\$44.23MWh) <b>= \$0.66 billion</b>	10,500GWh * 77% * (\$4.50/MWh-\$4.42/MWh) <b>= \$0.00 billion</b>
<b>Step 3</b> Estimate hedged gross margin by adding open gross margin to mark-to-market value of energy hedges	Open gross margin: MTM value of energy hedges: Estimated hedged gross margin:	\$5.25 billion <u>\$1.09billion + \$0.66billion + \$0.00 billion</u> <b>\$7.00 billion</b>	

# Market Price Snapshot

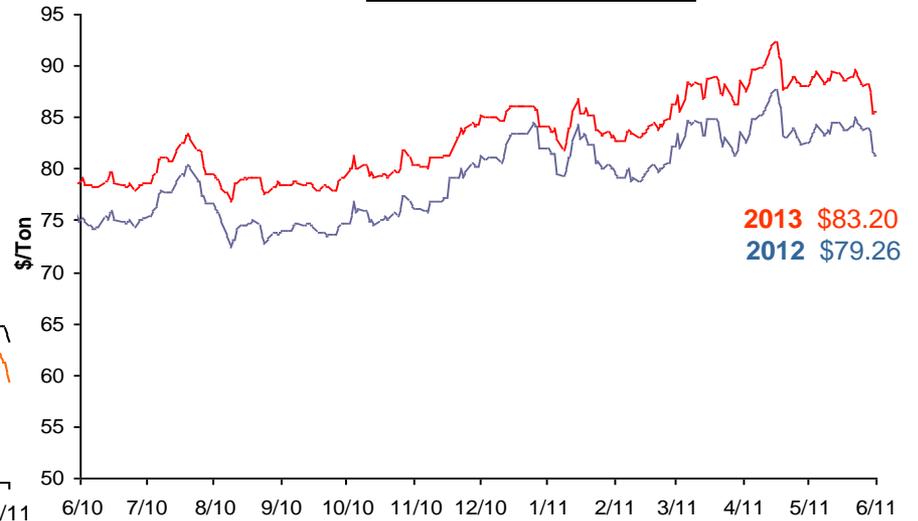
Rolling 12 months, as of June 17<sup>th</sup> 2011. Source: OTC quotes and electronic trading system. Quotes are daily.



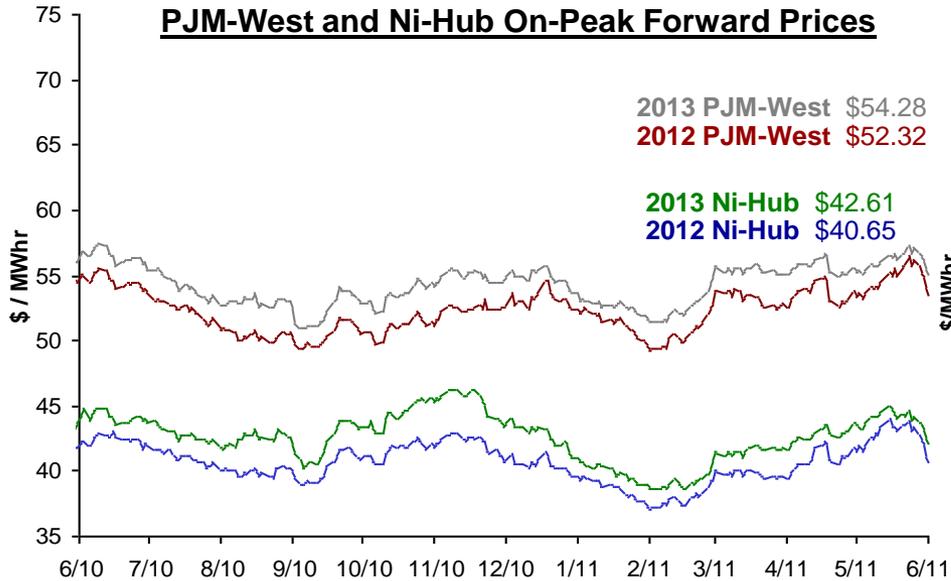
**Forward NYMEX Natural Gas**



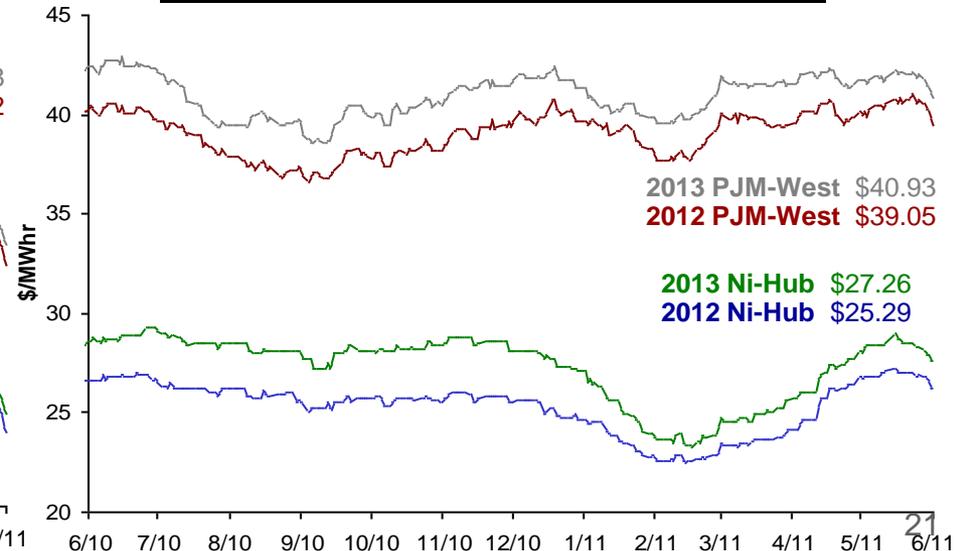
**Forward NYMEX Coal**



**PJM-West and Ni-Hub On-Peak Forward Prices**



**PJM-West and Ni-Hub Wrap Forward Prices**

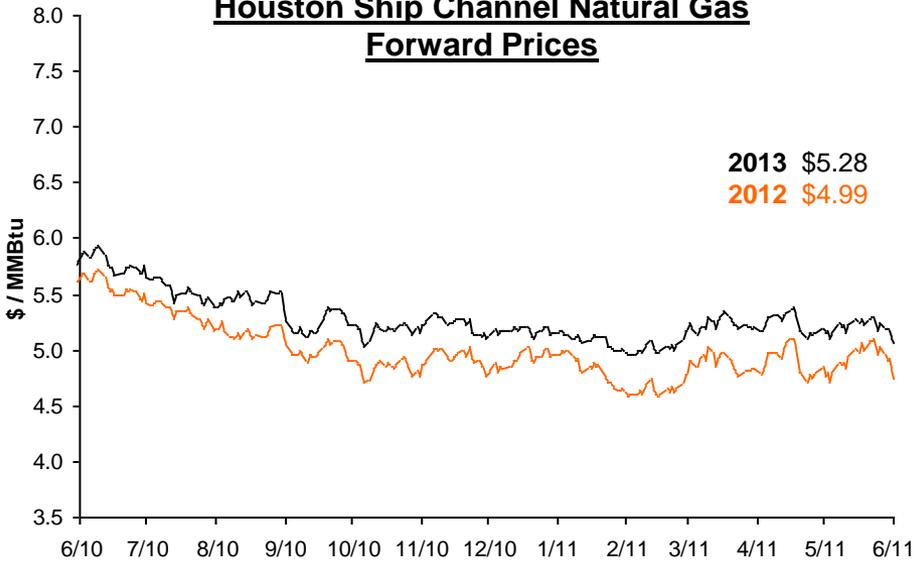


# Market Price Snapshot

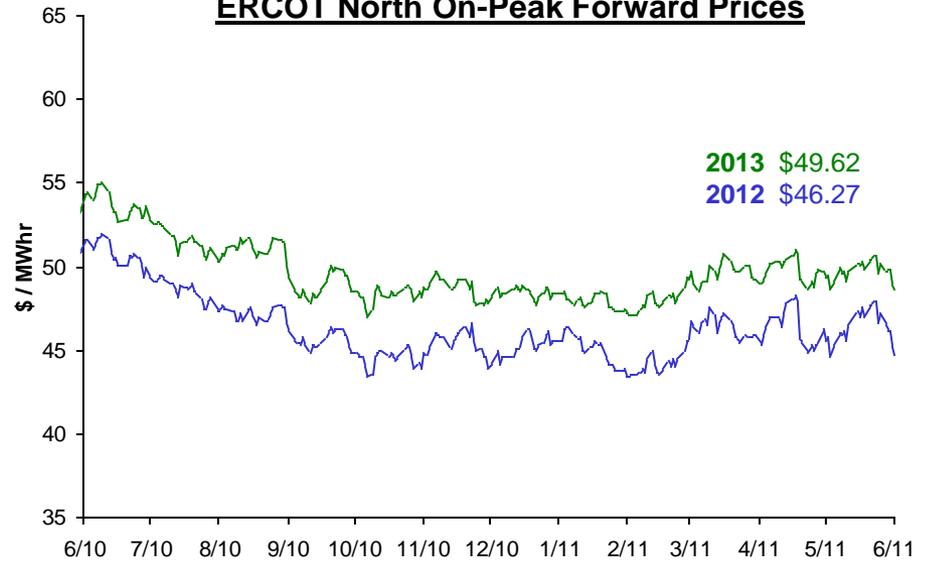
Rolling 12 months, as of June 17<sup>th</sup> 2011. Source: OTC quotes and electronic trading system. Quotes are daily.



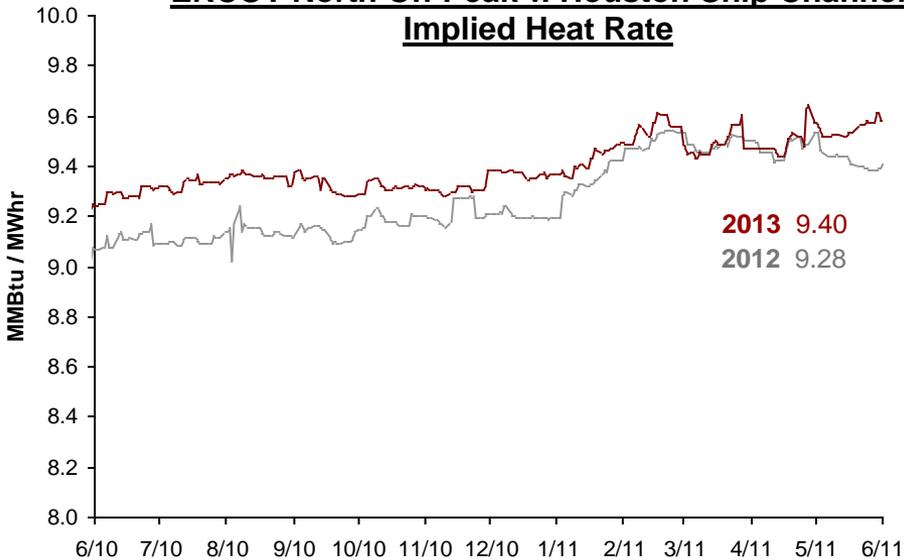
**Houston Ship Channel Natural Gas Forward Prices**



**ERCOT North On-Peak Forward Prices**

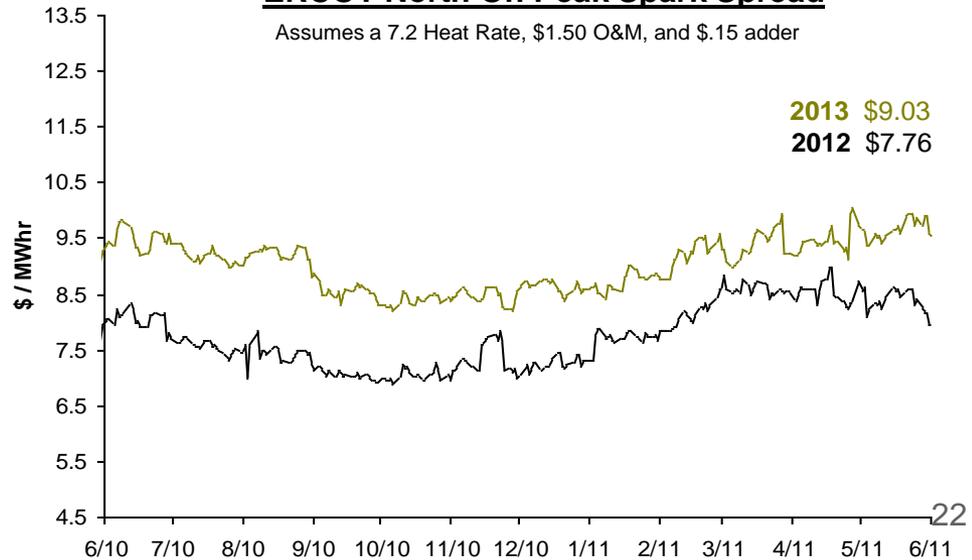


**ERCOT North On-Peak v. Houston Ship Channel Implied Heat Rate**



**ERCOT North On Peak Spark Spread**

Assumes a 7.2 Heat Rate, \$1.50 O&M, and \$.15 adder





## Exelon and Constellation Energy Merger Investor Meetings June 2011

# Cautionary Statements Regarding Forward-Looking Information

Except for the historical information contained herein, certain of the matters discussed in this communication constitute “forward-looking statements” within the meaning of the Securities Act of 1933 and the Securities Exchange Act of 1934, both as amended by the Private Securities Litigation Reform Act of 1995. Words such as “may,” “will,” “anticipate,” “estimate,” “expect,” “project,” “intend,” “plan,” “believe,” “target,” “forecast,” and words and terms of similar substance used in connection with any discussion of future plans, actions, or events identify forward-looking statements. These forward-looking statements include, but are not limited to, statements regarding benefits of the proposed merger, integration plans and expected synergies, the expected timing of completion of the transaction, anticipated future financial and operating performance and results, including estimates for growth. These statements are based on the current expectations of management of Exelon Corporation (Exelon) and Constellation Energy Group, Inc. (Constellation), as applicable. There are a number of risks and uncertainties that could cause actual results to differ materially from the forward-looking statements included in this communication. For example, (1) the companies may be unable to obtain shareholder approvals required for the merger; (2) the companies may be unable to obtain regulatory approvals required for the merger, or required regulatory approvals may delay the merger or result in the imposition of conditions that could have a material adverse effect on the combined company or cause the companies to abandon the merger; (3) conditions to the closing of the merger may not be satisfied; (4) an unsolicited offer of another company to acquire assets or capital stock of Exelon or Constellation could interfere with the merger; (5) problems may arise in successfully integrating the businesses of the companies, which may result in the combined company not operating as effectively and efficiently as expected; (6) the combined company may be unable to achieve cost-cutting synergies or it may take longer than expected to achieve those synergies; (7) the merger may involve unexpected costs, unexpected liabilities or unexpected delays, or the effects of purchase accounting may be different from the companies’ expectations; (8) the credit ratings of the combined company or its subsidiaries may be different from what the companies expect; (9) the businesses of the companies may suffer as a result of uncertainty surrounding the merger;

# Cautionary Statements Regarding Forward-Looking Information (Continued)

(10) the companies may not realize the values expected to be obtained for properties expected or required to be divested; (11) the industry may be subject to future regulatory or legislative actions that could adversely affect the companies; and (12) the companies may be adversely affected by other economic, business, and/or competitive factors. Other unknown or unpredictable factors could also have material adverse effects on future results, performance or achievements of the combined company. Discussions of some of these other important factors and assumptions are contained in Exelon's and Constellation's respective filings with the Securities and Exchange Commission (SEC), and available at the SEC's website at [www.sec.gov](http://www.sec.gov), including: (1) Exelon's 2010 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 18; (2) Exelon's Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2011 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 14; and (3) Constellation's 2010 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 12. These risks, as well as other risks associated with the proposed merger, are more fully discussed in the preliminary joint proxy statement/prospectus included in the Registration Statement on Form S-4 that Exelon filed with the SEC on June 27, 2011 in connection with the proposed merger. In light of these risks, uncertainties, assumptions and factors, the forward-looking events discussed in this communication may not occur. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this communication. Neither Exelon nor Constellation undertake any obligation to publicly release any revision to its forward-looking statements to reflect events or circumstances after the date of this communication.

# Additional Information and Where to Find It

This communication does not constitute an offer to sell or the solicitation of an offer to buy any securities, or a solicitation of any vote or approval, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. On June 27, 2011, Exelon filed with the SEC a Registration Statement on Form S-4 that included a preliminary joint proxy statement/prospectus and other relevant documents to be mailed by Exelon and Constellation to their respective security holders in connection with the proposed merger of Exelon and Constellation. These materials are not yet final and may be amended. WE URGE INVESTORS AND SECURITY HOLDERS TO READ THE PRELIMINARY JOINT PROXY STATEMENT/PROSPECTUS AND THE DEFINITIVE JOINT PROXY STATEMENT/PROSPECTUS AND ANY OTHER RELEVANT DOCUMENTS WHEN THEY BECOME AVAILABLE, BECAUSE THEY CONTAIN OR WILL CONTAIN IMPORTANT INFORMATION about Exelon, Constellation and the proposed merger. Investors and security holders will be able to obtain these materials (when they are available) and other documents filed with the SEC free of charge at the SEC's website, [www.sec.gov](http://www.sec.gov). In addition, a copy of the preliminary joint proxy statement/prospectus and definitive joint proxy statement/prospectus (when it becomes available) may be obtained free of charge from Exelon Corporation, Investor Relations, 10 South Dearborn Street, P.O. Box 805398, Chicago, Illinois 60680-5398, or from Constellation Energy Group, Inc., Investor Relations, 100 Constellation Way, Baltimore, MD 21202. Investors and security holders may also read and copy any reports, statements and other information filed by Exelon, or Constellation, with the SEC, at the SEC public reference room at 100 F Street, N.E., Washington, D.C. 20549. Please call the SEC at 1-800-SEC-0330 or visit the SEC's website for further information on its public reference room.

## Participants in the Merger Solicitation

Exelon, Constellation, and their respective directors, executive officers and certain other members of management and employees may be deemed to be participants in the solicitation of proxies in respect of the proposed transaction. Information regarding Exelon's directors and executive officers is available in its proxy statement filed with the SEC by Exelon on March 24, 2011 in connection with its 2011 annual meeting of shareholders, and information regarding Constellation's directors and executive officers is available in its proxy statement filed with the SEC by Constellation on April 15, 2011 in connection with its 2011 annual meeting of shareholders. Other information regarding the participants in the proxy solicitation and a description of their direct and indirect interests, by security holdings or otherwise, is contained in the preliminary joint proxy statement/prospectus and will be contained in the definitive joint proxy statement/prospectus.

# Creating Value Through a Strategic Merger

- Delivers financial benefits to both sets of shareholders
- Increases scale and scope of the business across the value chain
- Matches the industry's premier clean merchant generating fleet with the leading retail and wholesale customer platform
- Diversifies the generation portfolio
- Continued upside to power market recovery
- Maintains a strong regulated earnings profile with large urban utilities

Combining Exelon's generation fleet and Constellation's customer-facing businesses creates a strong platform for growth and delivers benefits to investors and customers

# Combination Will Result in Enhanced Scale, Scope, Flexibility and Financial Strength

	Standalone		Pro forma
			
<b>Market Value and Enterprise Value<sup>(1)</sup></b>	<ul style="list-style-type: none"> <li>• \$28 billion</li> <li>• \$41 billion</li> </ul>	<ul style="list-style-type: none"> <li>• \$7 billion</li> <li>• \$11 billion</li> </ul>	<ul style="list-style-type: none"> <li>• \$35 billion</li> <li>• \$52 billion</li> </ul>
<b>Owned Generation (in MW)<sup>(2)</sup></b>	<ul style="list-style-type: none"> <li>• 26,339 (Total)</li> <li>• 17,047 (Nuclear)</li> </ul>	<ul style="list-style-type: none"> <li>• 11,980 (Total)</li> <li>• 1,921 (Nuclear)</li> </ul>	<ul style="list-style-type: none"> <li>• 35,671 (Total)<sup>(3)</sup></li> <li>• 18,968 (Nuclear)</li> </ul>
<b>Regulated Utilities</b>	<p><b>Electric customers</b></p> <ul style="list-style-type: none"> <li>• 5.4 mil. (IL, PA)</li> </ul> <p><b>Gas customers</b></p> <ul style="list-style-type: none"> <li>• 0.5 mil. (PA)</li> </ul>	<ul style="list-style-type: none"> <li>• 1.2 mil. (MD)</li> <li>• 0.7 mil. (MD)</li> </ul>	<ul style="list-style-type: none"> <li>• 6.6 million electric &amp; gas customers in IL, PA and MD</li> </ul>
<b>Competitive Retail &amp; Wholesale<sup>(4)</sup></b>	<ul style="list-style-type: none"> <li>• 4 states</li> <li>• ~59 TWh/yr</li> </ul>	<ul style="list-style-type: none"> <li>• 44 states &amp; D.C.<sup>(5)</sup></li> <li>• ~106 TWh/yr</li> </ul>	<ul style="list-style-type: none"> <li>• 44 states &amp; D.C.<sup>(5)</sup></li> <li>• ~165 TWh energy sales</li> </ul>
<b>Business Mix<sup>(6)</sup></b>	<p><b>2012E EBITDA</b></p> <ul style="list-style-type: none"> <li>• 51% Generation</li> <li>• 49% Utilities</li> </ul>	<ul style="list-style-type: none"> <li>• 15% Generation</li> <li>• 50% Utility</li> <li>• 35% NewEnergy</li> </ul>	<ul style="list-style-type: none"> <li>• Expect &gt;50% pro forma EBITDA from competitive business</li> </ul>

(1) Market Value as of 6/1/11. Enterprise Value represents Market Value plus Net Debt as of 3/31/11.  
(2) Data as of 12/31/10. Exelon data includes 720 MW for Wolf Hollow. Constellation data includes 2,950 MW for Boston Generation assets.  
(3) Net of physical market mitigation assumed to be 2,648 MW.  
(4) TWh/yr represents 2011 booked electric sales. Exelon load includes ComEd swap.  
(5) Competitive and wholesale business also active in Alberta, British Columbia and Ontario, Canada.  
(6) Exelon EBITDA estimates per equity research. Constellation EBITDA estimates per company guidance.

# Transaction Overview

<b>Company Name</b>	<ul style="list-style-type: none"> <li>Exelon Corporation</li> </ul>
<b>Consideration</b>	<ul style="list-style-type: none"> <li>100% stock – 0.930 shares of EXC for each share of CEG</li> <li>Upfront transaction premium of 18.1%<sup>(1)</sup></li> <li>\$2.10 per share Exelon dividend maintained</li> </ul>
<b>Pro Forma Ownership</b>	<ul style="list-style-type: none"> <li>78% Exelon shareholders</li> <li>22% Constellation shareholders</li> </ul>
<b>Headquarters</b>	<ul style="list-style-type: none"> <li>Corporate headquarters: Chicago, IL</li> <li>Constellation headquarters: Baltimore, MD</li> <li>No change to utilities' headquarters</li> <li>Significant employee presence maintained in IL, PA and MD</li> </ul>
<b>Governance</b>	<ul style="list-style-type: none"> <li>Executive Chairman: Mayo Shattuck</li> <li>President and CEO: Chris Crane</li> <li>Board of Directors: 16 total (12 from Exelon, 4 from Constellation)</li> </ul>
<b>Approvals &amp; Timing</b>	<ul style="list-style-type: none"> <li>Expect to close in early 1Q 2012</li> <li>Exelon and Constellation shareholder approvals in 3Q 2011</li> <li>Regulatory approvals including FERC, DOJ, MD, NY, TX</li> </ul>

(1) Based on the 30-day average Exelon and Constellation closing stock prices as of April 27, 2011.

# Exelon Transaction Rationale

## Creates Shareholder Value

- EPS break-even in 2012 and accretive by >5% in 2013
- Maintains strong credit profile and financial discipline
- Maintains earnings upside to future environmental regulations and power market recovery
- Adds stability to earnings and cash flow

## Enhances Scalable Growth Platform

- Expands a valuable channel to market our generation
- Enhances margins in the competitive portfolio
- Diversifies portfolio across the value chain

## Shared Commitment to Competitive Markets

- Increases geographic diversity of generation, load and customers in competitive markets

## Clean Generation Fleet

- Adds mix of clean generation to the portfolio

This transaction meets all of our M&A criteria and can be executed

# Constellation Transaction Rationale

## Creates Shareholder Value

- Upfront premium of 18.1%<sup>(1)</sup>
- Dividend accretion of 103% post-closing
- Enhances upside to power market recovery and synergies

## Complementary Portfolios

- Advances strategy of matching load with physical generation in key competitive markets
- Lowers collateral costs of competitive businesses

## Balance Sheet Strength

- Creates balance sheet capacity to pursue growth opportunities throughout the competitive portfolio
- Reduces cost of capital

The transaction creates financial and strategic value that is consistent with Constellation's existing strategy

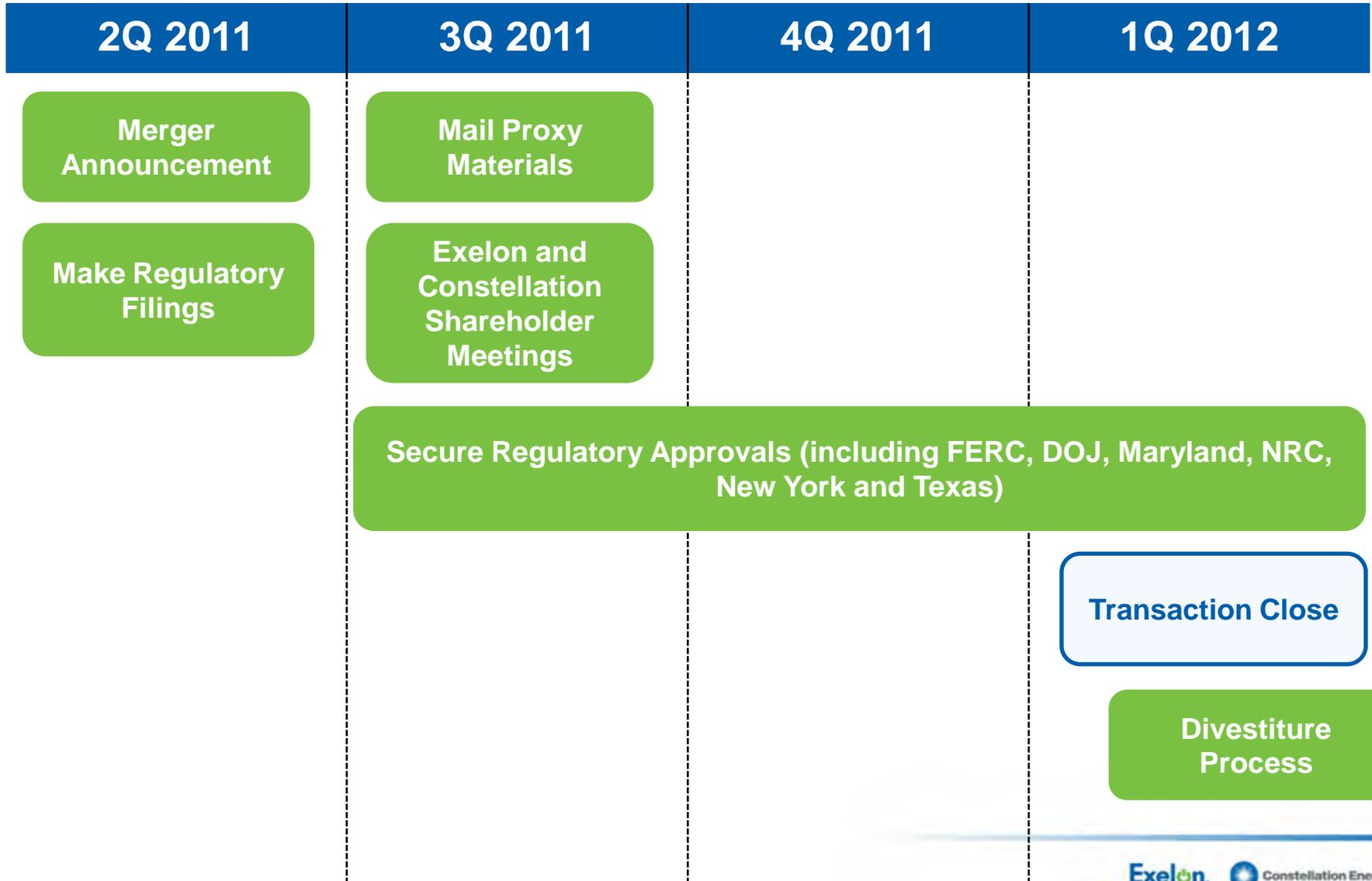
(1) Based on the 30-day average Exelon and Constellation closing stock prices as of April 27, 2011.

# This Combination Is Good for Maryland

- Maintains employee presence and platform for growth in Maryland
  - Exelon's Power Team will be combined with Constellation's wholesale and retail business under the Constellation brand and will be headquartered in Baltimore
  - Constellation and Exelon's renewable energy business headquartered in Baltimore
  - BGE maintains independent operations headquartered in Baltimore
  - No involuntary merger-related job reductions at BGE for two years after close
- Supports Maryland's economic development and clean energy infrastructure
  - \$10 million to spur development of electric vehicle infrastructure
  - \$4 million to support EmPower Maryland Energy Efficiency Act
  - 25 MWs of renewable energy development in Maryland
  - Charitable contributions maintained for at least 10 years
- Provides direct benefits to BGE customers
  - \$5 million provided for Maryland's Electric Universal Service Program (EUSP)
  - Over \$110 million to BGE residential customers from \$100 one-time rate credit

We will bring direct benefits to the State of Maryland, the City of Baltimore and BGE customers. Total investment in excess of \$250 million.

# Transaction Timetable



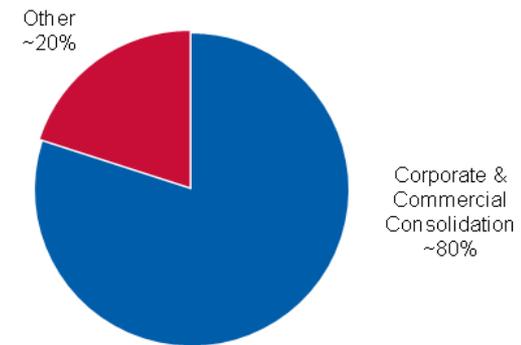
# Status of Merger Approvals (as of 5/31/11)

Stakeholder	Status of Key Milestones	Filed	Approved
Shareholder	<ul style="list-style-type: none"> <li>Plan to file S-4 Registration Statement June 2011</li> <li>Shareholder approval: 3Q 2011</li> </ul>		
Department of Justice (DOJ)	<ul style="list-style-type: none"> <li>Submitted Hart-Scott-Rodino filing on May 31, 2011 for review under U.S. antitrust laws</li> </ul>	●	
Federal Energy Regulatory Commission (FERC)	<ul style="list-style-type: none"> <li>Filed merger approval application and related filings on May 20, 2011, which assesses market power-related issues</li> </ul>	●	
Nuclear Regulatory Commission	<ul style="list-style-type: none"> <li>Filed for indirect transfer of Constellation Energy licenses on May 12, 2011</li> </ul>	●	
Maryland	<ul style="list-style-type: none"> <li>Filed for approval with the Maryland Public Service Commission on May 25, 2011</li> </ul>	●	
New York	<ul style="list-style-type: none"> <li>Filed for approval with the New York State Public Service Commission on May 17, 2011</li> </ul>	●	
Texas	<ul style="list-style-type: none"> <li>Filed for approval with the Public Utility Commission of Texas on May 17, 2011</li> </ul>	●	

# Transaction Economics Are Attractive for Both Companies

## Synergies

- Refined synergy run-rate and costs to achieve estimates due to greater accessibility and availability of data post-merger announcement
  - Higher net O&M savings over 5 years of ~\$50 million
- Updated synergy run-rate of ~\$310 million/year
  - Additional synergies primarily from corporate and commercial consolidation
- Total costs to achieve of ~\$650 million
  - Incremental costs to achieve attributable to employee related costs and transaction costs



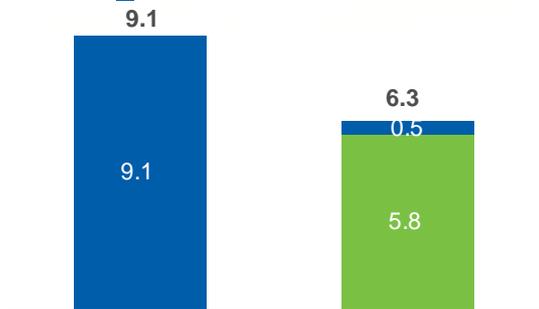
## Financial Metrics

- EPS break-even in 2012 and accretive by >5% in 2013
- Free cash flow accretive beginning in 2012
- Lower consolidated liquidity requirements, resulting in cost savings
- Investment-grade ratings and credit metrics

# Portfolio Matches Generation with Load in Key Competitive Markets

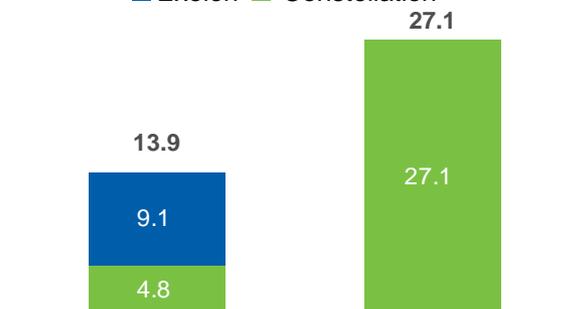
## MISO (TWh)

Generation Load  
 ■ Exelon ■ Constellation



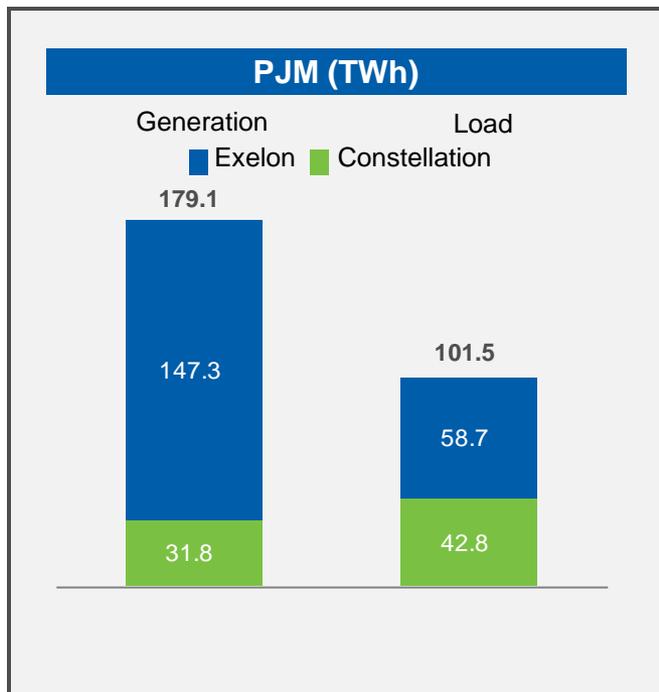
## South<sup>(1)</sup> (TWh)

Generation Load  
 ■ Exelon ■ Constellation



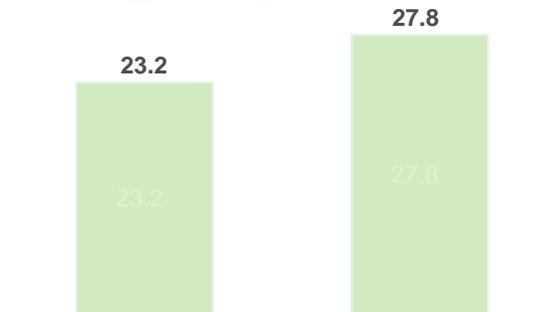
## PJM (TWh)

Generation Load  
 ■ Exelon ■ Constellation



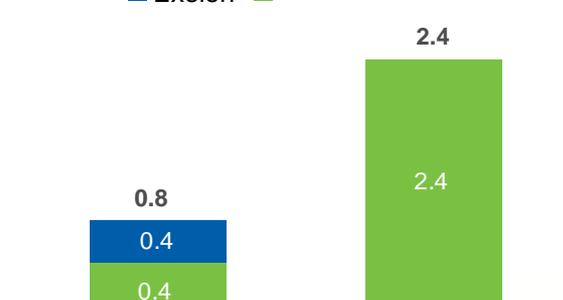
## ISO-NE & NY ISO<sup>(2)</sup> (TWh)

Generation Load  
 ■ Exelon ■ Constellation



## West (TWh)

Generation Load  
 ■ Exelon ■ Constellation



The combination establishes an industry-leading platform with regional diversification of the generation fleet

(1) Represents load and generation in ERCOT, SERC and SPP.

(2) Constellation load includes ~0.7TWh of load served in Ontario

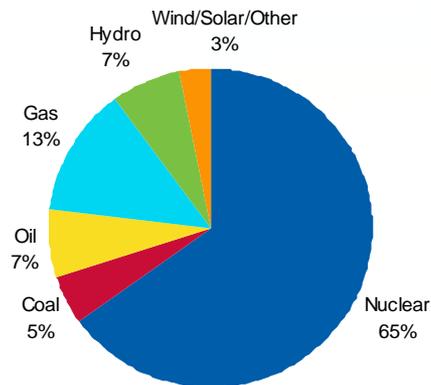
Note: Data for Exelon and Constellation represents expected generation and load for 2011 as of 12/31/10.

Exelon load includes ComEd Swap, load sold through affiliates, fixed and indexed load sales and load sold through POLR auctions.

Constellation load includes load sold through affiliates, fixed and indexed load sales and load sold through POLR auctions.

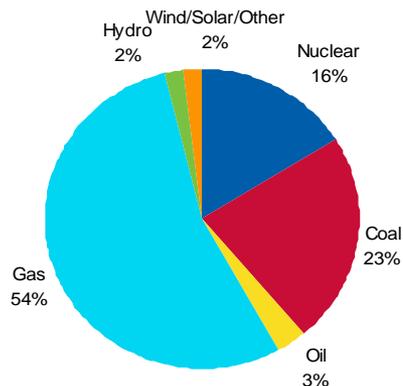
# A Clean Generation Profile Creates Long-Term Value in Competitive Markets

## Exelon Standalone<sup>(1)</sup>



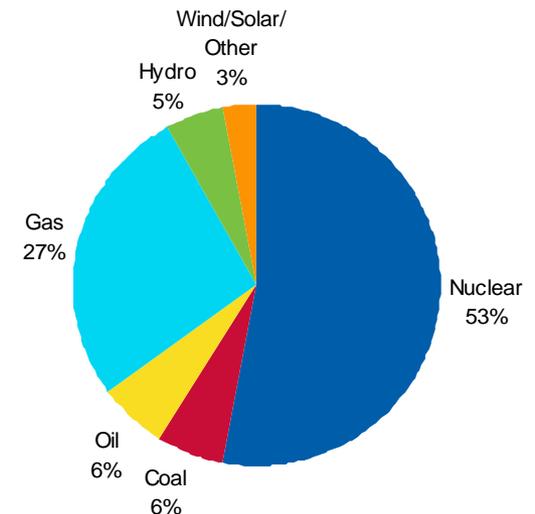
Total Generation: 26,339 MW

## Constellation Standalone<sup>(1)</sup>



Total Generation: 11,980 MW

## Pro forma Company (Net of Mitigation)<sup>(2)</sup>



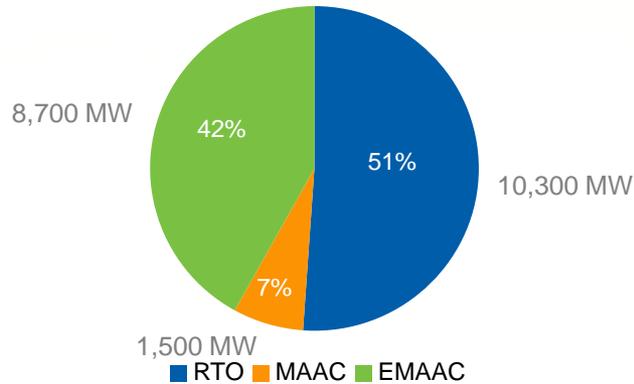
Total Generation: 35,671 MW

Combined company remains the premier low-cost generator

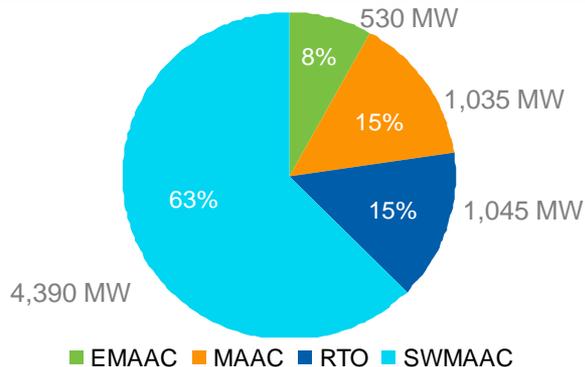
(1) Exelon generation includes Wolf Hollow acquisition (720 MW of natural gas). Constellation generation includes Boston Generation acquisition (2,950 MW of natural gas). Constellation nuclear reflects 50.01% interest in Constellation Energy Nuclear Group LLC.  
 (2) Net of physical market mitigation assumed to be 2,648 MW.

# Increased Regional Diversity in PJM: Capacity Eligible for 2014/15 RPM Auction<sup>(1)</sup>

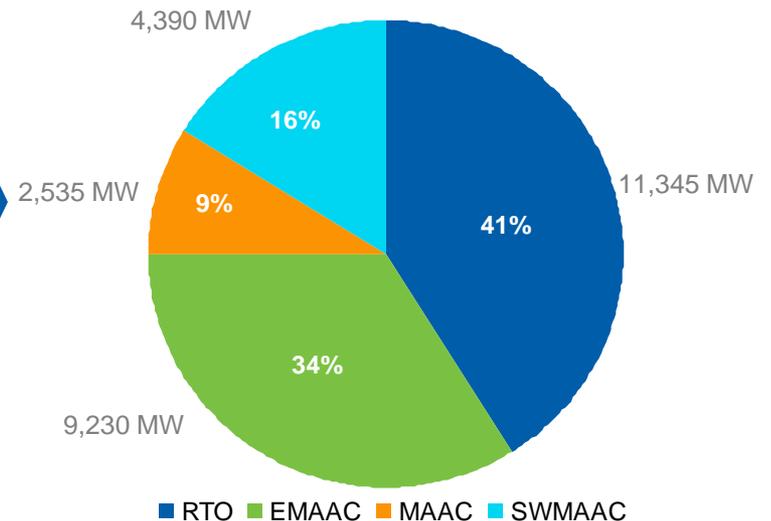
## Exelon Standalone



## Constellation Standalone



## Pro forma Company

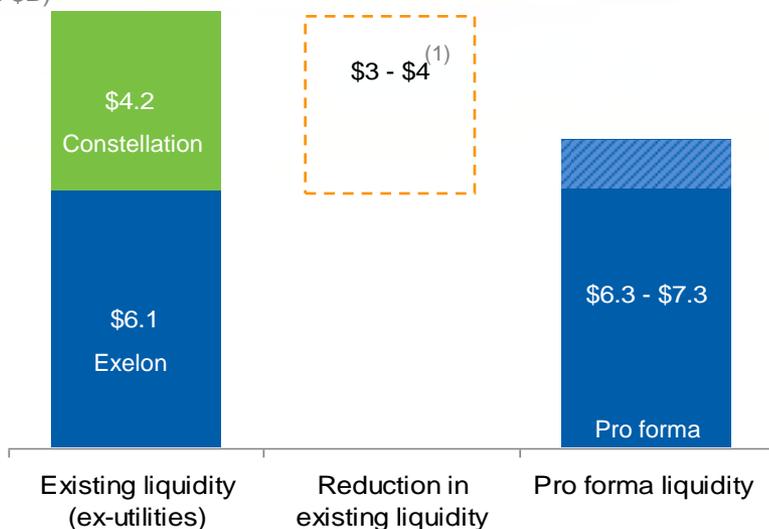


2014/15 RPM auction results were announced on May 13<sup>th</sup>, 2011

(1) All generation values are approximate and not inclusive of wholesale transactions; all capacity values are in installed capacity terms (summer ratings) located in the areas and adjusted for mid-year PPA roll-offs.

# Ample Liquidity and Manageable Debt Maturities

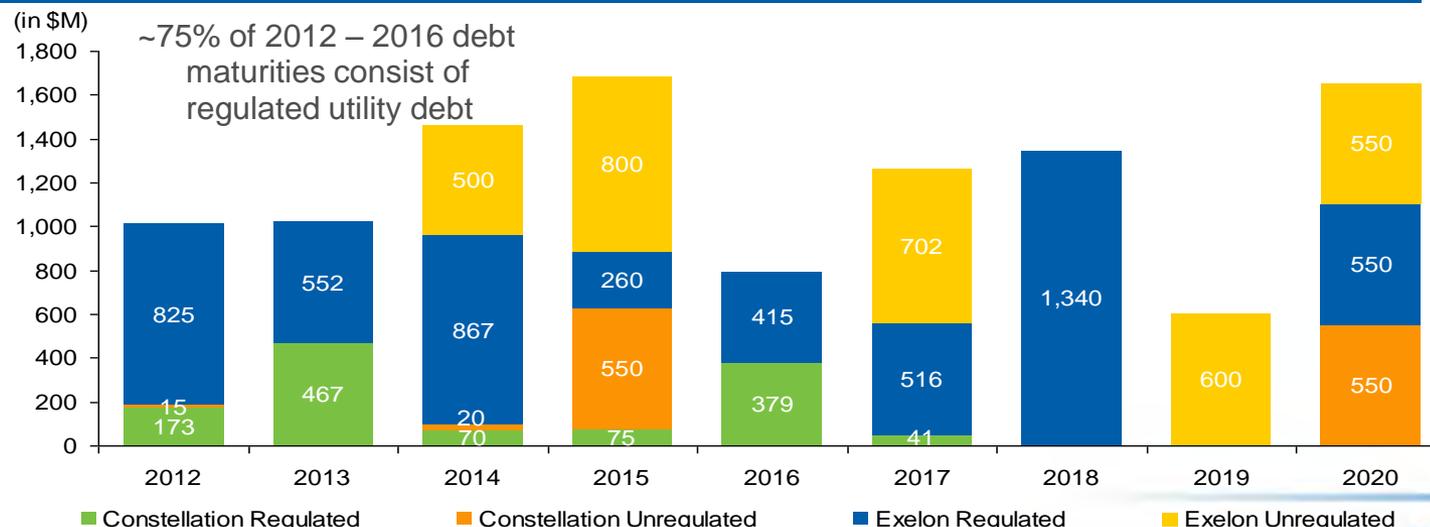
(in \$B)



## Sources of Liquidity

- Exelon & Constellation (excluding utilities) currently have \$10.3 billion of liquidity
  - Additional \$2.2 billion of utility liquidity
- Matching retail load and generation reduces liquidity requirements for combined company
- \$6.3B - \$7.3 billion<sup>(1)</sup> of liquidity provides ample cushion

## Debt Maturity Profile (2012-2020)<sup>(2)</sup>



(1) Based on preliminary analysis.

(2) Debt maturity schedule as of 3/31/11, not including fair value swaps at Constellation Unregulated. Constellation Regulated debt balances include annual transition bond payments from 2012 – 2017.