

EXELON Corp  
 Form 8-K  
 April 16, 2019

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  
 April 16, 2019  
 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<br>Principal<br>Executive<br>Offices; and<br>Telephone<br>Number | IRS Employer<br>Identification<br>Number |
|---------------------------|--|--|
| 1-16169                   | EXELON<br>CORPORATION<br>(a Pennsylvania<br>corporation)<br>10 South<br>Dearborn 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              | 23-3064219                               |

(610) 765-5959

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 the registrant is an emerging growth company 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 the registrant has 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.

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Section 8 - Other Events

Item 8.01. Other Events

Exelon Generation Company, LLC (Generation) owns a 42.59% interest in Units 1 and 2 at the Salem Nuclear Power Plant (Salem). PSEG Power LLC (PSEG) is the operator of Salem and has the decision making authority to retire Salem. As previously disclosed, on December 19, 2018, PSEG filed applications with the New Jersey Board of Public Utilities (BPU) seeking approval for Salem 1 and Salem 2 to participate in the BPU's Zero Emission Certificate (ZEC) program established in May 2018. On April 16, 2019, PSEG submitted to PJM deactivation notices for Salem 1 and Salem 2 and final must-offer exception requests with respect to PJM's Reliability Pricing Model must-offer requirement in connection with the 2022/2023 capacity auction that is currently scheduled for August 2019. If Salem 1 and Salem 2, as well as PSEG's Hope Creek plant, are selected to participate in the ZEC program, PSEG has indicated that it would withdraw the exception requests and deactivation notices for Salem 1 and Salem 2. A decision by the BPU on which nuclear plants, if any, have been selected to participate in the ZEC program is expected on or about April 18, 2019.

\* \* \* \* \*

This combined Form 8-K is being furnished separately by Exelon Corporation and Generation (the "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.

Cautionary Statements Regarding Forward-Looking Information

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' 2018 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 22, Commitments and Contingencies; and (2) 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

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