

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

July 24, 2001
(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) 394-4321	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

Item 5. Other Events.

On July 25, 2001, Exelon Corporation (Exelon) Co-CEO and President John W. Rowe testified before the U.S. Senate Energy and Natural Resources Committee (Committee) on the need for Congress to enact legislation to enhance the efficiency and competitiveness of the nation's electricity markets. During his testimony, Mr. Rowe was questioned by members of the Committee about regional transmission organizations (RTOs). Mr. Rowe stated that Exelon is committed to the success of RTOs and supports large-scale RTOs. He stated that on July 24, 2001, the Exelon Board of Directors had authorized the exploration of a possible divestiture of Commonwealth Edison Company's (ComEd) transmission system in connection with ComEd's evaluation of its participation options in the formation of the Alliance Regional Transmission Organization (Alliance). The participation options include divestiture in exchange for passive equity interests or cash, or both, as well as leasing or a management-type arrangement. Exelon and ComEd have made no decision to divest ComEd's transmission assets. Any such divestiture would be subject to reaching an agreement on satisfactory terms with the Alliance or a qualified purchaser, applicable regulatory and third party approvals, and Exelon and ComEd board approval.

The Alliance is being established by utilities generally east of ComEd in response to the regional transmission organization directives issued by the Federal Energy Regulatory Commission in its Order No. 2000. Exelon and ComEd are committed to the success of the Alliance as a financially viable company operating independently and in compliance with all FERC and other regulatory requirements.

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

By /s/ Randall E. Mehrberg

Randall E. Mehrberg
Senior Vice President and General Counsel
- Exelon Corporation

July 26, 2001