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Pursuant to Rule 425 under the Securities
Act of 1933

Subject Company:
NRG Energy, Inc.
(Commission File No. 1-15891)

Safe Harbor Statement

This filing 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. This filing relates to a transaction with NRG proposed by Exelon, which may become the subject of a registration statement filed with the Securities and Exchange Commission (the "SEC"). This material is not a substitute for the prospectus/proxy statement Exelon Corporation intends to file with the SEC regarding the proposed transaction or for any other document which Exelon may file with the SEC and send to Exelon or NRG stockholders in connection with the proposed transaction. **INVESTORS AND SECURITY HOLDERS OF EXELON AND NRG ARE URGED TO READ ANY SUCH DOCUMENTS FILED WITH THE SEC CAREFULLY IN THEIR ENTIRETY WHEN THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT THE PROPOSED TRANSACTION.**

Investors and security holders will be able to obtain free copies of any documents filed with the SEC by Exelon through the web site maintained by the SEC at www.sec.gov. Free copies of any such documents can also be obtained by directing a request to the Exelon Investor Relations Department, Exelon Corporation, 10 South Dearborn, Chicago, Illinois 60603.

Exelon and its directors and executive officers and other persons 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 Annual Report on Form 10-K for the year ended December 31, 2007, which was filed with the SEC on February 7, 2008, and its proxy statement for its 2008 Annual Meeting of Shareholders, which was filed with the SEC on March 20, 2008. Other information regarding the participants in a proxy solicitation and a description of their direct and indirect interests, by security holdings or otherwise, will be contained in a proxy statement filed in connection with the proposed transaction.

All information in this filing concerning NRG, including its business, operations, and financial results, was obtained from public sources. While Exelon has no knowledge that any such information is inaccurate or incomplete, Exelon has not had the opportunity to verify any of that information.

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transaction and obtain required regulatory approvals as well as those discussed in (1) Exelon's 2007 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 19; (2) Exelon's Third Quarter 2008 Quarterly Report on Form 10-Q in (a) Part II, Other Information, ITEM 1A. Risk Factors and (b) Part I, Financial Information, ITEM 1. Financial Statements: Note 12; and (3) other factors discussed in Exelon's filings with the SEC. Readers are cautioned not to place undue reliance on these forward-looking statements, which apply only as of the date of this filing. Exelon does not undertake any obligation to publicly release any revision to its forward-looking statements to reflect events or circumstances after the date of this filing.

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On October 29, 2009, Exelon began meeting with investors to discuss the proposed NRG transaction. The press release that Exelon issued and the presentation used in the meetings are attached to this filing.

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Press release:

Exelon Details the Value Creation Opportunities in an Exelon-NRG Combination

Exelon points to financial strength and growth potential for shareholders of both companies

CHICAGO (Oct. 29, 2008) — Exelon Corporation (NYSE:EXC) today filed with the Securities and Exchange Commission and posted to its Web site a presentation for investors with additional details on the value that would be created by its offer to acquire all of the outstanding common stock of NRG Energy, Inc. (NYSE:NRG) in an all-stock transaction.

"The combination creates clear and compelling value for both Exelon and NRG shareholders," said Chris Crane, president and COO, Exelon. "It provides earnings and cash accretion, an exceptional growth platform, operations in the most attractive markets, and a strong balance sheet."

In its presentation, Exelon shared the following benefits:

- Based on analyst consensus estimates, the deal will be accretive in the first full year following closing.
- The transaction provides potential value creation through synergies of \$1.5 to \$3 billion, reflecting an annual reduction in operating expenses of the combined company of 3%-5%.

- The combined company brings together NRG's high-quality fossil fleet with Exelon's world-class nuclear fleet, which will have requisite scope, scale and financial strength to succeed in an increasingly volatile energy market.
- The combined company will continue to rely on low-cost and less volatile fuel sources, including uranium, as well as Powder River Basin and lignite coals, which account for roughly 90% of the generation of the combined companies.
- Geographically complementary assets will give the combined company nationwide reach and access to attractive markets in the U.S.
- The combination provides a clear path for improving the combined company's credit metrics and balance sheet strength over the next three years.
- NRG shareholders will participate in the value to be created through the immediate premium, synergies to be created, and the upside potential in the combined company's stock.
- Regulatory hurdles can be reasonably addressed without sacrificing the substantial value that makes the transactional powerful.

An Exelon-NRG combination also provides Exelon with an opportunity to take the next step in advancing the company's commitment to address climate change. In July, the company launched *Exelon 2020: A Low-Carbon Roadmap*, a comprehensive plan to reduce, offset or displace 15 million metric tons of greenhouse gas emissions per year by 2020. Exelon not only will continue with this commitment, but also will apply its industry leadership to NRG's fleet, particularly its coal plants.

"This is the right deal at the right time, for both companies and both sets of shareholders, based on compelling strategic, operational, and financial value drivers," said John W. Rowe, chairman and CEO, Exelon. "We will continue to move diligently but expeditiously toward completing the proposed transaction."

The presentation can be accessed at www.exeloncorp.com/investor.

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Exelon Corporation is one of the nation's largest electric utilities with nearly \$19 billion in annual revenues. The company has one of the industry's largest portfolios of electricity generation capacity, with a nationwide reach and strong positions in the Midwest and Mid-Atlantic. Exelon distributes electricity to approximately 5.4 million customers in northern Illinois and Pennsylvania and natural gas to 480,000 customers in the Philadelphia area. Exelon is headquartered in Chicago and trades on the NYSE under the ticker EXC.

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Exelon + NRG: A Compelling Opportunity for Value Creation

Investor Meetings



Forward-Looking Statements

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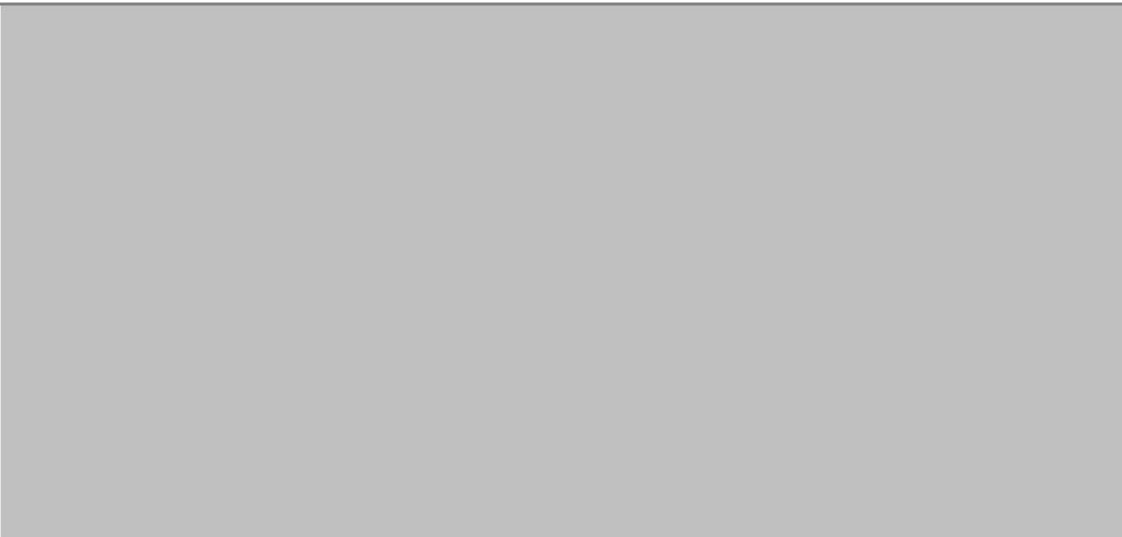


Combined Entity Creates Value By:

- Providing earnings and cash accretion
- Creating an exceptional growth platform
- Operating in the most attractive markets
- Utilizing a premier balance sheet
- Allowing Exelon to unlock NRG's value
- Giving NRG's shareholders the opportunity to participate in future value
- Presenting manageable regulatory hurdles to close



1. Earnings and Cash Accretion



Transaction Is Accretive

Based on analyst consensus estimates for both companies, the deal will be accretive in the first full year following closing.



1. Does not include purchase accounting. One-time cost to achieve of \$100 million (pre-tax) and transaction and other costs of \$500 million excluded.
2. Free cash flow defined as cash flow from operations less capital expenditures.
3. Based solely on I/B/E/S estimates for Exelon and NRG as of 10/21/08. Not necessarily representative of either company's internal forecasts. Provided for illustration only. Not intended as earnings guidance or as a forecast of expected results.
4. Numbers in Exelon's internal forecasts are somewhat lower and accretion is approximately breakeven in 2011.

Combination Creates Substantial Synergies

(\$ in Millions)

Exelon Operations & Maintenance: \$4,289¹

NRG¹ Maintenance & Other Opex: \$950
 General & Admin Expenses: \$309
 Other COGS: \$454

Pro Forma Combined Non-fuel Expenses: \$6,002

Estimated Annual Cost Savings \$180 - \$300²

% of Combined Expenses: 3%-5%

Costs to Achieve \$100

NPV of Synergies: \$1,500-\$3,000

Transaction creates
\$1.5 – \$3 billion of value
 through synergies with
 opportunity for more



1. Company 10-K for 2007 and investor presentations.

2. Based on a preliminary analysis of publicly available information. Subject to due diligence investigation.

Clear Value under Multiple Scenarios

Long-term Value To Exelon Shareholders

We look at fundamental value creation under a wide range of future commodity price scenarios and our analysis suggests \$1-3 billion, possibly more.

Value ↑

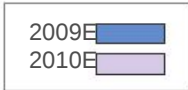
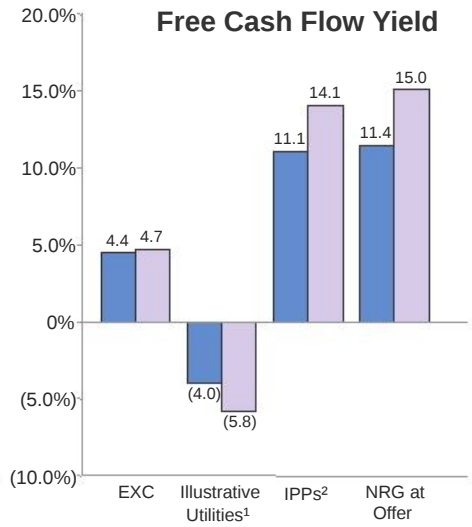
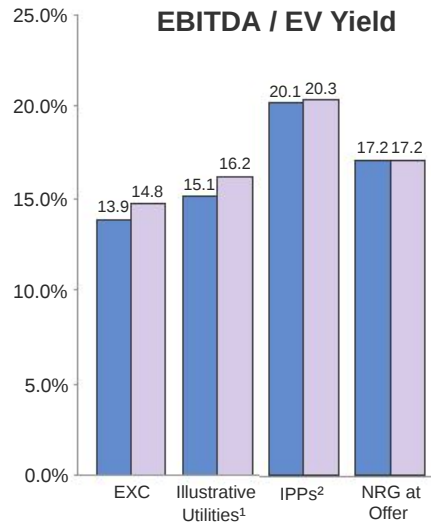
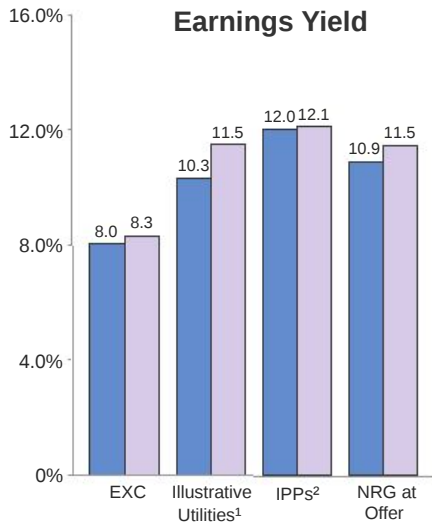


Gas Prices	\$6.50	\$7.30	\$7.10	\$7.30	\$8.60
New Build Costs	\$1,300	\$1,100	\$1,100	\$1,500	\$1,500
Carbon Year/Price	\$0	2014/\$22	2020/\$22	2014/\$22	2012/\$12
Recession	Moderate	Moderate	Severe	Moderate	Moderate

Gas price is long-term price in 2008 \$/MMBtu, new build cost is long-term combined cycle cost in PJM in 2008 overnight \$/kW, carbon year is year in which national cap and trade starts, carbon price is in 2012 \$/tonne assuming 7% escalation, moderate recession assumes conditions consistent with current forward prices, and severe recession assumes five years of no load growth.



NRG is Best Investment Available



Source: FactSet. Prices as of 10/17/08, I/B/E/S estimates as of 10/21/08.
 1. Illustrative Utilities include CMS, CNL, DPL, TE, WEC, WR.
 2. IPPs include CPN, DYN, MIR, RRI.

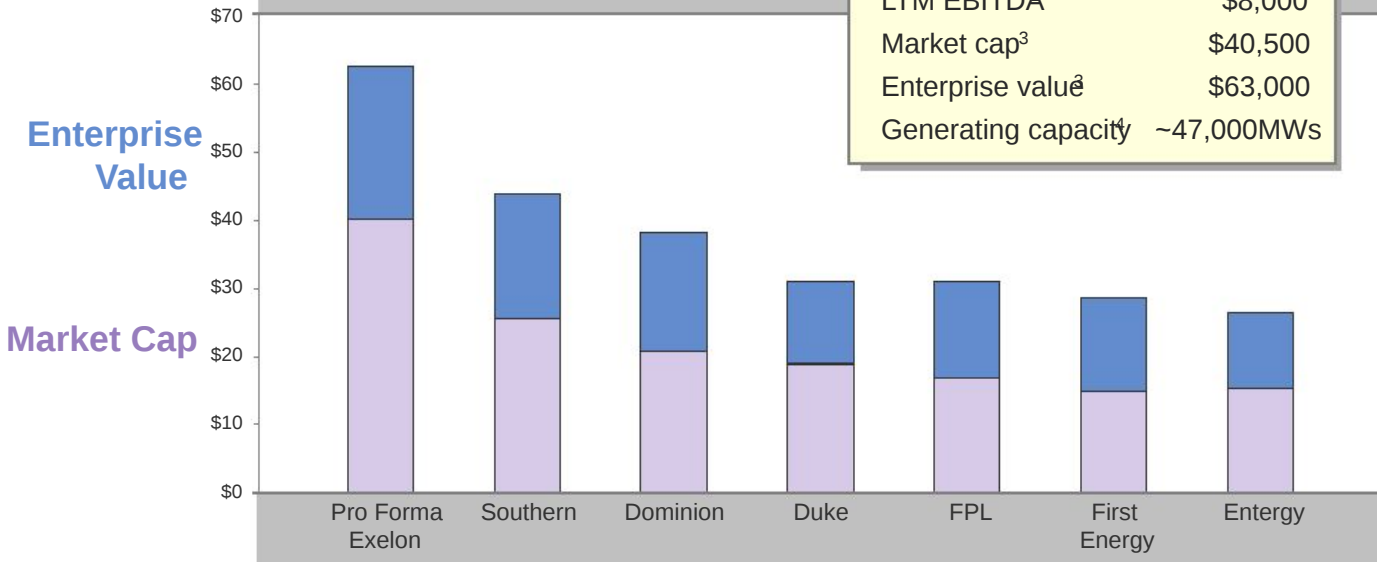


2. Exceptional Growth Platform



Combination Will Result in Scope, Scale and Financial Strength

Combined company will have requisite scope, scale and financial strength to succeed in an increasingly volatile energy market



Pro Forma Quick Stats

(\$s in millions)

Combined assets ¹	\$73,500
LTM EBITDA ²	\$8,000
Market cap ³	\$40,500
Enterprise value ⁴	\$63,000
Generating capacity ⁴	~47,000MWs

1. Reflects total assets (under GAAP) with no adjustments. Based upon 6/30/08 Form 10-Q.

2. Reflects last twelve months EBITDA (Earnings before Income Taxes, Depreciation and Amortization) as of 6/30/08 with no adjustments.

3. Calculation of Enterprise Value = Market Capitalization (as of 10/17/08) + Total Debt (as of 6/30/08) + Preferred Securities (as of 6/30/08) + Minority Interest (as of 6/30/08) - Cash & Cash Equivalents (as of 6/30/08). Debt, Preferred Securities, Minority Interest and Cash & Cash Equivalents based upon 6/30/08 Form 10-Q.

4. After giving effect to planned divestitures after regulatory approvals.



World Class Nuclear & Fossil Operations

NRG

High performing nuclear plant

- Top quartile capacity factor – 94.9%
- Large, well-maintained, relatively young units

Fossil fleet:

- Half of >500 MW coal units are top quartile capacity factor
- 90% of coal fleet lower-cost PRB and lignite

Exelon

Premier U.S. nuclear fleet

- Best fleet capacity factor ~ 94%
- Lowest fleet production costs ~ \$15 /MWh
- Shortest fleet average refueling outage duration – 24 days
- Strong reputation for performance

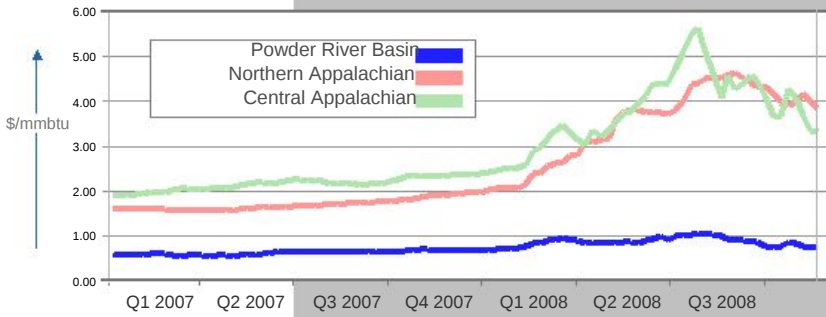


Nuclear Growth Opportunities

- Texas offers nuclear growth platform
 - Potential for stretch power uprate (5-7%) on South Texas Project units 1 and 2
 - Continue momentum established with STP 3 and 4 new build project
 - Continue work on Victoria County nuclear project
- Exelon has the financial strength and discipline to pursue these opportunities
 - Strong balance sheet and credit metrics
- Demonstrated track record of financial rigor
 - Nuclear depth and expertise

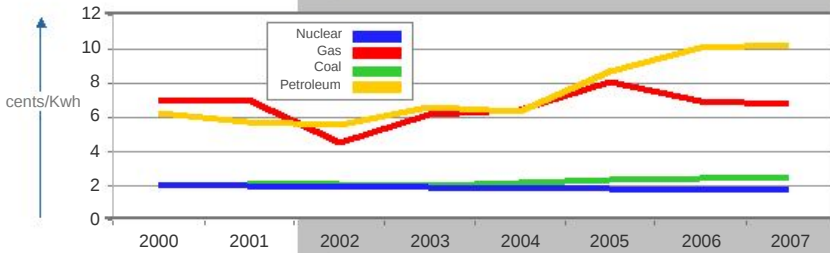
Combined Entity Will Continue to Benefit from Low Cost, Low Volatility Fuel Sources

2009 Historical Forward Coal Prices

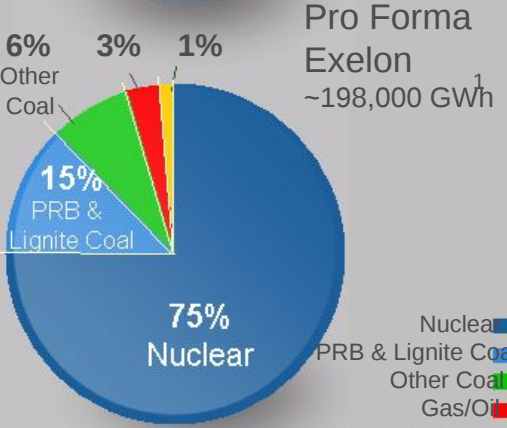
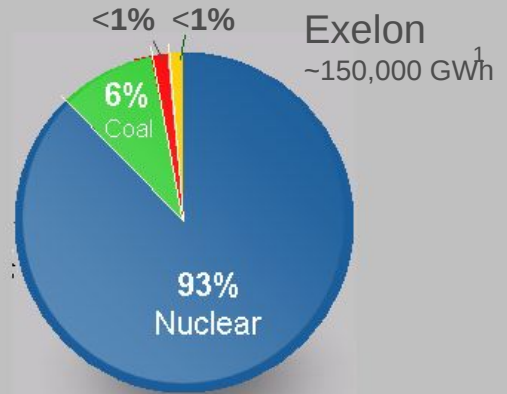


Powder River Basin and lignite coal supply (90% of NRG's coal) provides low-sulfur at a relatively stable price as compared to northern and central Appalachian coal mines.

Production Costs



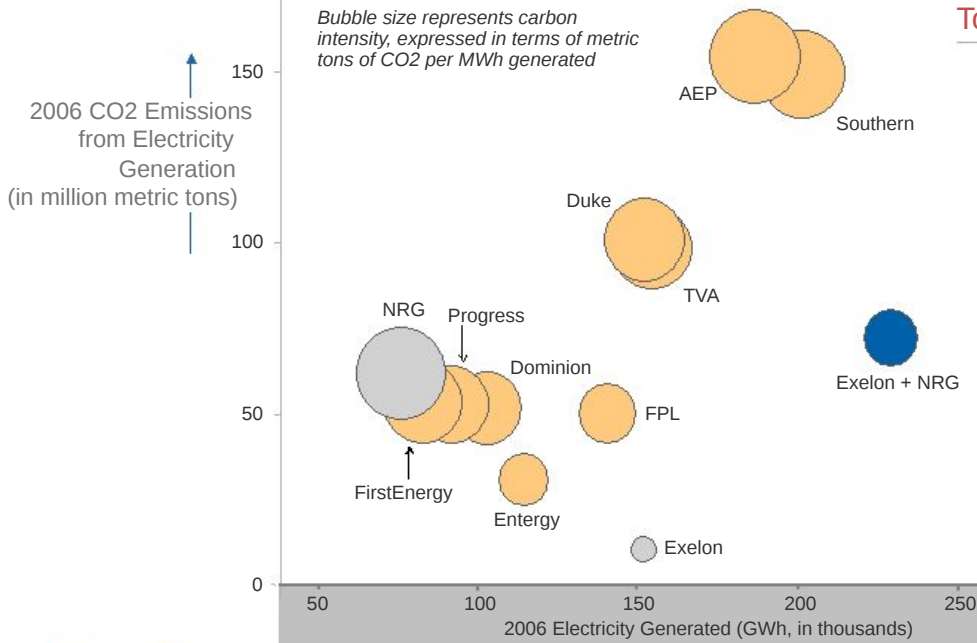
Combined fleet will continue to be predominantly low-cost fuel.



1. Based on 2007 data, does not include ~38,000 GWh of Exelon Purchased Power.

Largest Fleet, 2nd Lowest Carbon Intensity

CO2 Emissions of Largest US Electricity Generators



Top Generators by CO2 Intensity

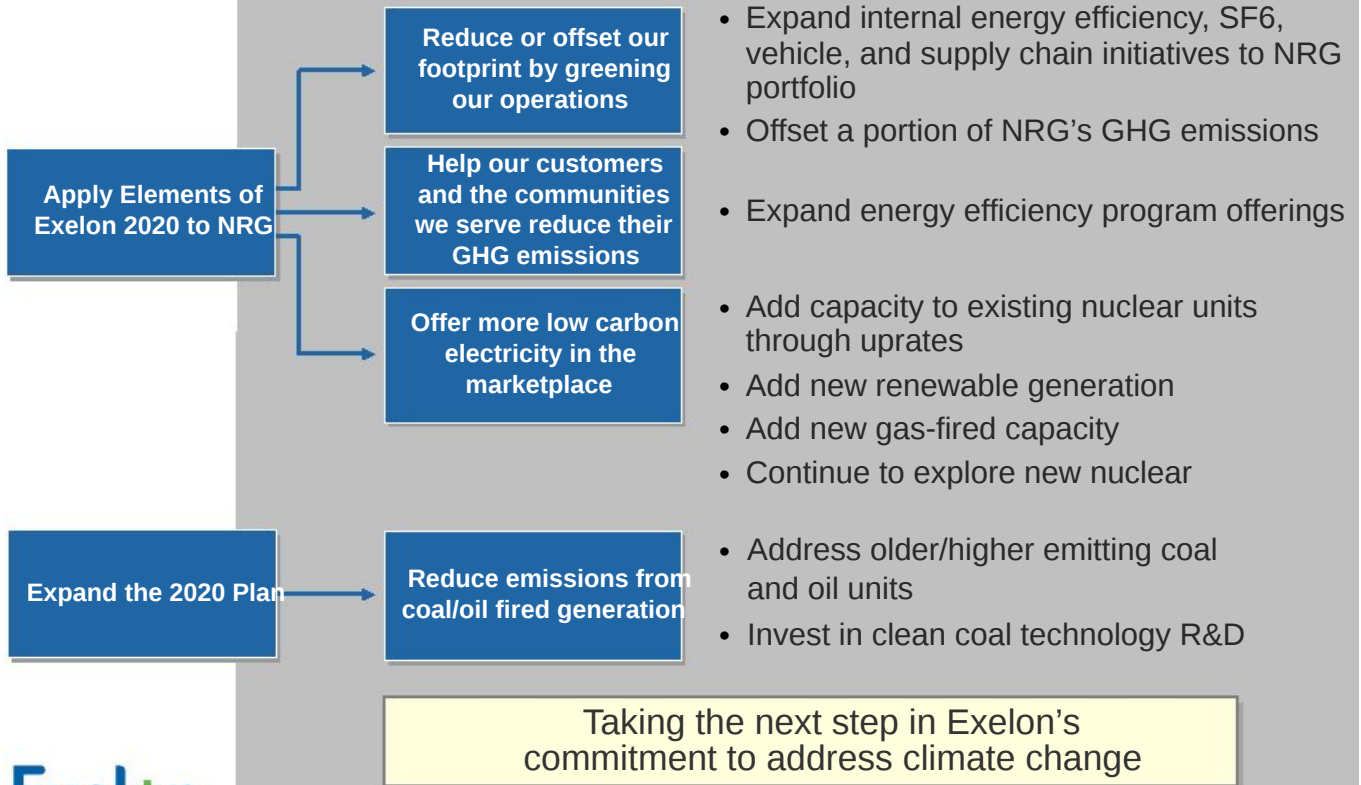
10	AEP	0.83
	NRG	0.80
9	Southern	0.74
8	Duke	0.66
7	FirstEnergy	0.64
6	TVA	0.64
5	Progress	0.57
4	Dominion	0.50
3	FPL	0.35
2	Exelon + NRG	0.31
1	Entergy	0.26
	Exelon	0.07



Exelon 2020 principles will be applied to the combined fleet

SOURCE: EIA and EPA data as compiled by NRD 14

Exelon 2020 and NRG



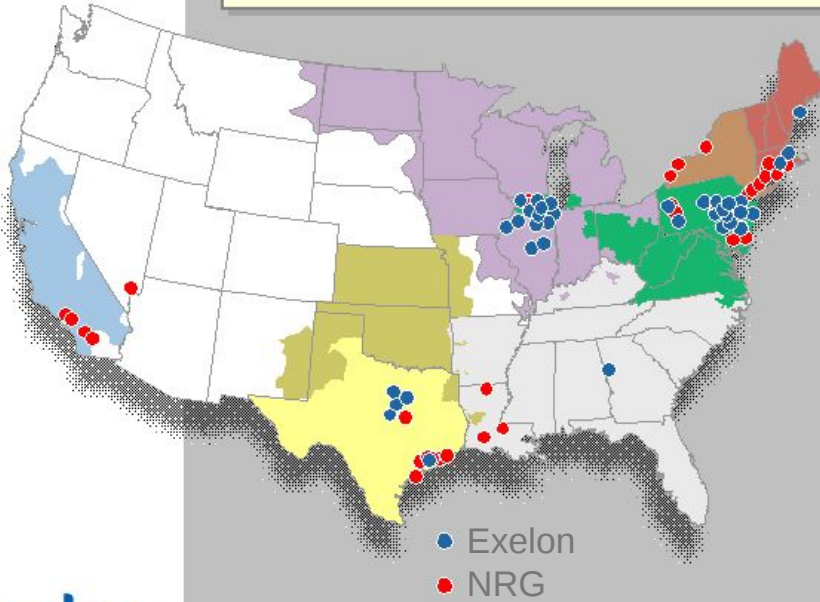


3. Presence in Most Attractive Markets



Combination Enables Access to Attractive New Markets

- Geographically complementary asset base
- Predominantly located in competitive markets
- Attractive new markets for Exelon (NY, NE, CA): declining reserve margins, supportive regulatory structures
- ERCOT portfolio will position Exelon to offer an array of products, capture value, and efficiently utilize credit



By RTO	Combined ¹
PJM	22,812
ERCOT	13,027
MISO	1,065
ISO NE	2,174
NYISO	3,960
CAL ISO	2,085
Contracted*	6,280
	51,403
SERC	2,405
WECC	45
Total	53,853

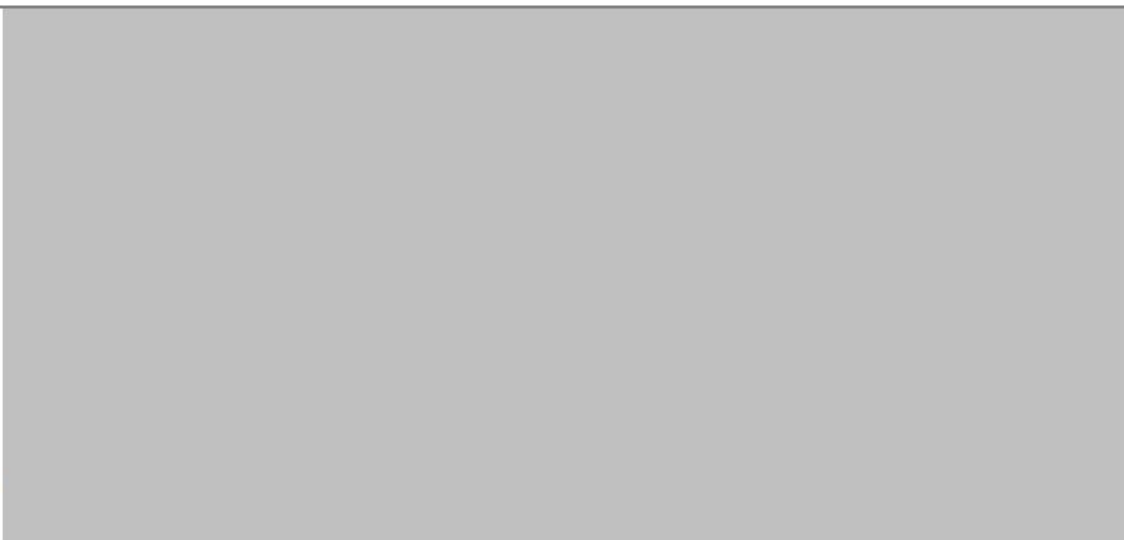
By Fuel Type	Combined ¹
Nuclear	18,144
Coal	8,986
Gas/Oil	18,801
Other	1,642
Contracted	6,280



*Contracted in various RTOs, mainly in PJM and ERCOT
1. Before Any Divestitures.

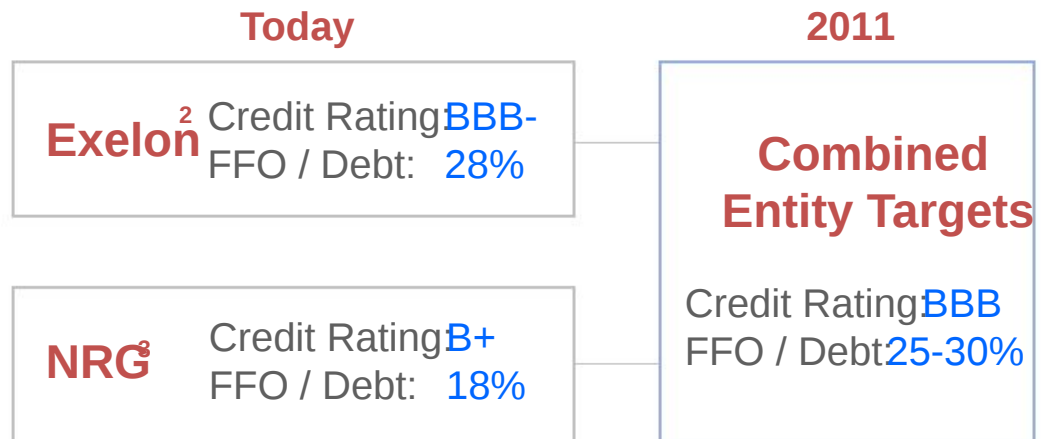


4. Balance Sheet and Credit Metrics



Premier Balance Sheet and Credit Metrics

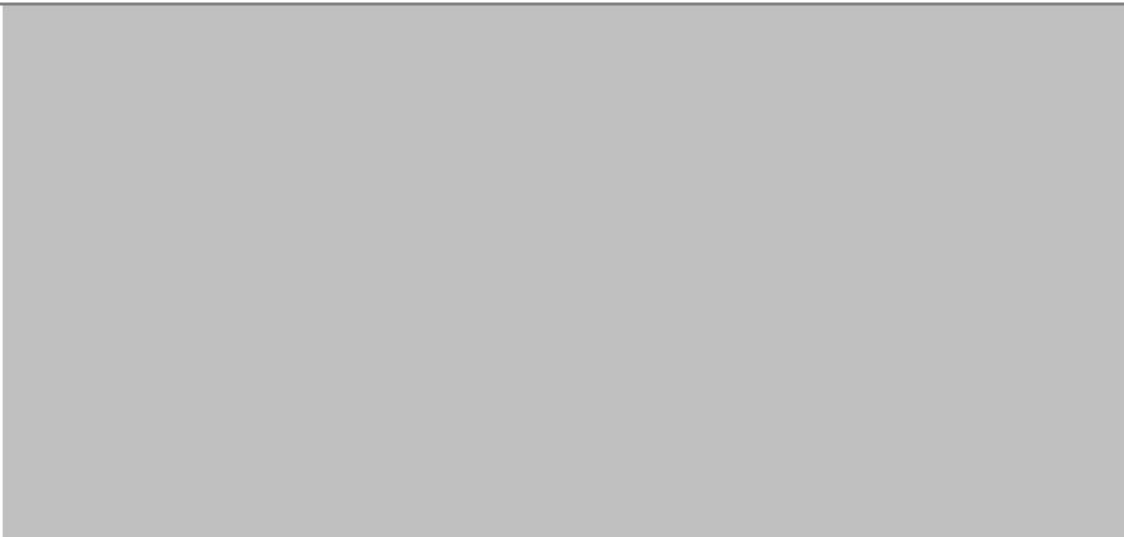
- Committed to returning Exelon Generation's senior unsecured debt to strong investment grade within the next 3 years
- Targeting stronger credit metrics for the combined entity² 25 -30% FFO/debt¹
- Pay down debt plan will include: NRG balance sheet cash, asset sale proceeds, free cash flow



1. Ratios exclude securitized debt.
2. Senior unsecured credit rating as of 10/24/08. Projected 2008 FFO/Debt as disclosed in 3rd quarter 2008 earnings slides.
3. From Standard & Poor's 8/28/08 Credit Stats Independent Power Producers & Energy Traders - U.S.



5. Exelon Offer For NRG



Compelling Offer For NRG

- Exelon offered to acquire all outstanding common shares of NRG in an all stock transaction
- Fixed exchange ratio of 0.485 Exelon share for each NRG common share
- Offer represents a 37% premium to October 17th closing price for NRG
- All stock offer provides NRG shareholders the opportunity to participate in the future growth of the largest and most diversified power company in the nation, with a substantially improved credit profile
- Superior Value Return Policy

Exelon More Than Meets the “Five Imperatives” Outlined by NRG on May 28, 200

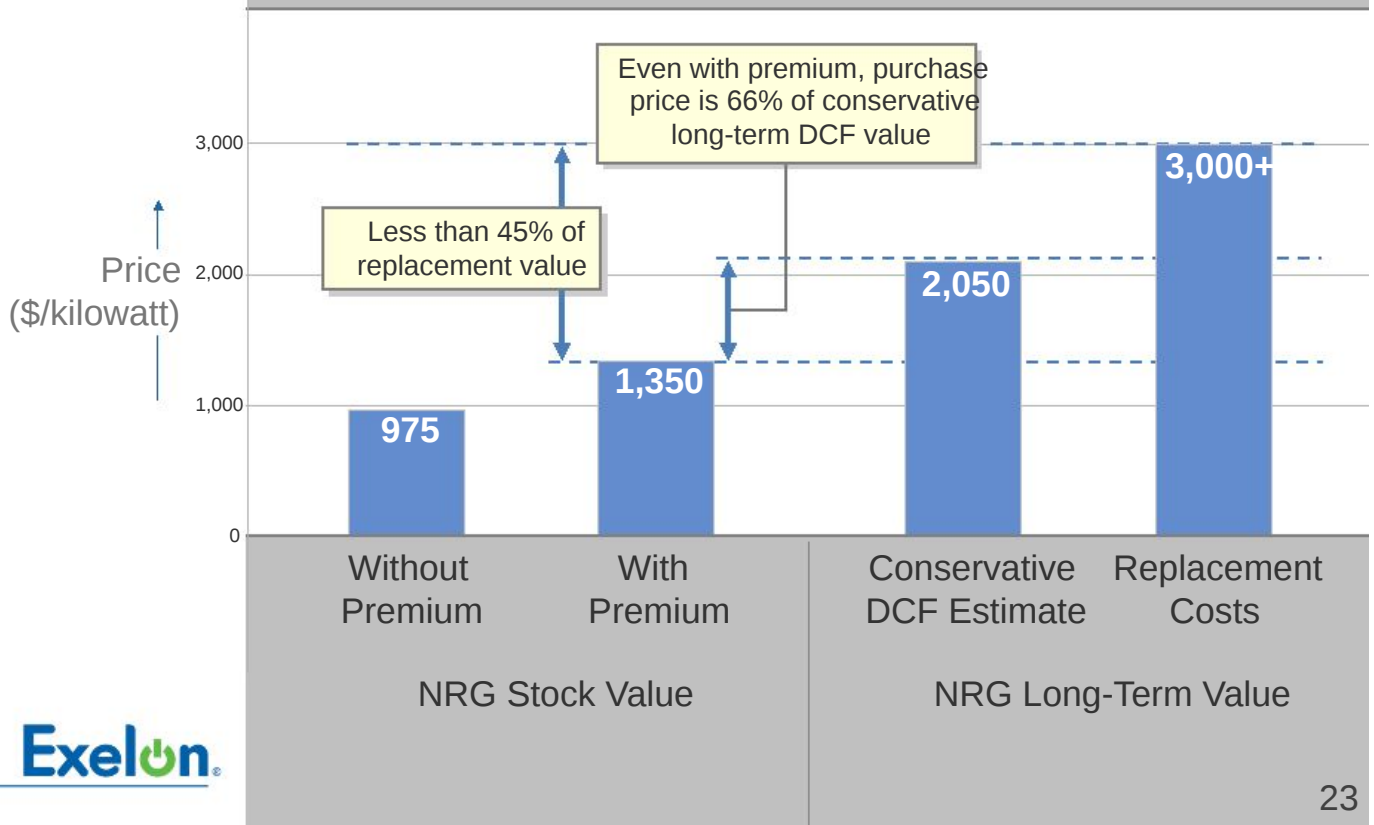
NRG’s Stated Imperatives

Exelon Combination More than Meets These Imperatives

- | | | |
|----|--|--|
| 1. | MUST accumulate generation at competitive cost | Deal provides NRG stakeholders with significant value and upside and a share of the largest unregulated generation fleet in the United States. |
| 2. | MUST be geographically diversified in multiple markets | NRG stakeholders become part of the most diversified and competitive generation portfolio operating in 12 different states and 6 different regional transmission organizations. |
| 3. | MUST develop and expand our route to market through contracting with retail load providers, trading, direct sales, etc | Exelon’s breadth of operations and depth of service allows unparalleled access to customers, retail providers, and other sales channels. |
| 4. | MUST have sophisticated ability to trade, procure, hedge, and originate for electricity and input fuels | Exelon provides NRG stakeholders with broad trading expertise and sound power marketing and risk management practices. Exelon’s significant experience in markets with locational prices is particularly relevant since ERCOT is moving to a PJM-type structure. |
| 5. | MUST develop depth and breadth in key markets, particularly across fuel types, transmission constraints and merit order | This transaction accomplishes in one step what several transactions might have accomplished for NRG in these regards. Given the current difficulty in accessing capital markets, it is unclear whether NRG would have the ability to meet this objective without Exelon. |

Exelon Unlocks NRG Value

Price per Kilowatt Comparison for Texas Baseload Generation

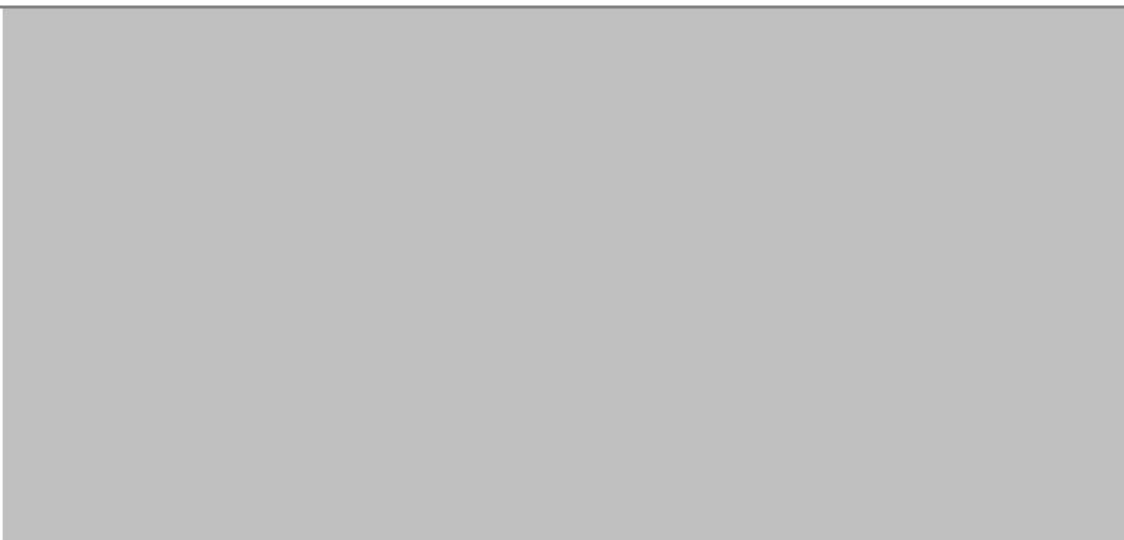


Financing Plan Considerations

- Contemplating structure such that the required refinancing is only ~\$4B
 - A negotiated deal with NRG can be structured such that \$4.7B of NRG bonds remain in place with no change in terms, but with substantially improved credit metrics for those bondholders
 - Exelon has existing relationships with many banks holding ~\$4B of other NRG debt; should facilitate refinancing in connection with a negotiated deal with NRG.
 - Financing commitments are well underway to prepay or refinance the ~\$4B
- The NRG direct lien program for power marketing could be left in place



6. Manageable Regulatory Hurdles



Modest Divestitures Expected

- Limited market power issues not expected to challenge transaction closing
- Divestitures anticipated only in PJM and ERCOT
- ~3,000 MWs of high heat rate gas and baseload coal plants in liquid markets¹

Principal Regulatory Approvals

- Texas, New York, Pennsylvania, California state regulatory commissions
- Hart-Scott-Rodino (DOJ/FTC)
- FERC
- NRC
- Notice filing in Illinois



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Exelon Nuclear Fleet Overview

Plant, Location	Units	Type	Vendor	Net Annual Mean Rating MW 2008	License Expiration / Status	Ownership	Spent Fuel Storage/ Date to lose full core discharge capacity
Braidwood, IL	2	PWR	W	1194, 1166	2026, 2027	100%	2013
Byron, IL	2	PWR	W	1183, 1153	2024, 2026	100%	2011
Clinton, IL	1	BWR	GE	1065	2026	100% AmerGen	Re-rack completed
Dresden, IL	2	BWR	GE	869, 871	Renewed: 2029, 2031	100%	Dry cask
LaSalle, IL	2	BWR	GE	1138, 1150	2022, 2023	100%	2010
Limerick, PA	2	BWR	GE	1149, 1146	2024, 2029	100%	Dry cask
Oyster Creek, NJ	1	BWR	GE	625	2009; renewal filed 2005	100% AmerGen	Dry cask
Peach Bottom, PA	2	BWR	GE	570, 570 ¹⁾	Renewed: 2033, 2034	50% Exelon, 50% PSEG	Dry cask
Quad Cities, IL	2	BWR	GE	650, 653 ¹⁾	Renewed: 2032	75% Exelon, 25% Mid-American Holdings	Dry cask
TMI-1, PA	1	PWR	B&W	837	2014; renewal filed 2008	100% AmerGen	Life of plant capacity
Salem, NJ	2	PWR	W	503, 491 ¹⁾	2016, 2020	42.6% Exelon, 56.4 % PSEG	2011

Average in-service time = 27 years



Fleet also includes 4 shutdown units: Peach Bottom 1, Dresden 1, Zion 1 & 2.
1. Capacity based on ownership interest.

NRG Fleet Overview

Plant, Location	Type	Power Market	Net Annual Mean Rating MW 2008	Ownership
Cedar Bayou, TX	Gas	ERCOT	1,500	100%
Greens Bayou, TX	Gas	ERCOT	760	100%
Limestone, TX	Coal	ERCOT	1,690	100%
San Jacinto, TX	Gas	ERCOT	160	100%
SR Berton, TX	Gas	ERCOT	840	100%
South Texas Project, TX	PWR	ERCOT	1,175	44% NRG, 40% CPS Energy/City of San Antonio, 16% Austin Energy/City of Austin
TH Wharton, TX	Gas	ERCOT	1,025	100%
WA Parish (coal), TX	Coal	ERCOT	2,460	100%
WA Parish (gas), TX	Gas	ERCOT	1,190	100%
Arthur Kill, NY	Gas	NYISO	865	100%
Astoria Gas Turbines, NY	Gas	NYISO	550	100%
Conemaugh, PA	Coal/Oil	PJM	65	3.7%



1. Capacity based on ownership interest.

NRG Fleet Overview

Plant, Location	Type	Power Market	Net Annual Mean ¹ Rating MW 2008	Ownership
Connecticut Remote Turbines, CT	Jet Fuel/ Gas	ISO-NE	145	100%
Devon, CT	Gas/Oil/ Jet Fuel	ISO-NE	140	100%
Dunkirk, NY	Coal	NYISO	530	100%
Huntley, NY	Coal	NYISO	380	100%
Indian River, DE	Coal/Oil	PJM	740	100%
Keystone, PA	Coal/Oil	PJM	65	3.7%
Middletown, CT	Oil/Gas/ Jet Fuel	ISO-NE	770	100%
Montville, CT	Oil/Gas/ Diesel	ISO-NE	500	100%
Norwalk Harbor, CT	Oil	ISO-NE	340	100%
Oswego, NY	Oil/Gas	NYISO	1,635	100%
Somerset, MA	Coal/Oil/ Jet Fuel	ISO-NE	125	100%
Vienna, MD	Oil	PJM	170	100%



1. Capacity based on ownership interest.

NRG Fleet Overview

Plant, Location ²	Type	Power Market	Net Annual Mean Rating MW 2008 ¹	Ownership
Bayou Cove, LA	Gas	SERC-Entergy	300	100%
Big Cajun I	Gas	SERC-Entergy	430	100%
Big Cajun II	Coal	SERC-Entergy	1,495	85.8%
Sterlington, LA	Gas	SERC-Entergy	185	100%
Rockford I, IL	Gas	PJM	300	100%
Rockford II, IL	Gas	PJM	150	100%
El Segundo, CA	Gas	Cal ISO	670	100%
Encina(Cabrillo I), CA	Gas/Oil	Cal ISO	965	100%
Long Beach, CA	Gas	CAISO	260	100%
Saguaro, NV	Gas/Oil	WECC	45	50%
San Diego Turbines (Cabrillo II)	Gas/Oil	Cal ISO	190	100%
Sherbino, TX	Wind	ERCOT	75	50%
Dover Energy, DE	Gas/Oil	PJM	105	100%
Paxton Creek, PA	Gas	PJM	10	100%
Gladstone, Australia	Coal		605	37.5%
MIBRAG, Germany	Lignite Coal		75	50%
Schkopau, Germany	Lignite Coal		400	41.9%



1. Capacity based on ownership interest.
2. Elbow Creek (wind, 122 MW), and Cedar Bayou (gas CC, 275 MW) are not included but are expected to come on-line within the next year.