

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name		2 Issuer's employer identification number (EIN)	
PECO Energy Company (PECO), subsidiary of Exelon Corporation		PECO 23-0970240, Exelon 23-2990190	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
Thomas R. Boin	312-394-8811	Tom.Boin@exeloncorp.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact		7 City, town, or post office, state, and Zip code of contact	
10 South Dearborn Street		Chicago, IL 60603-2300	
8 Date of action		9 Classification and description	
May 1, 2013		\$3.80 PECO Preferred Stock (Series A), \$4.30 PECO Preferred Stock (Series B) \$4.40 PECO Preferred Stock (Series C), \$4.68 PECO Preferred Stock (Series D)	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
see attached	N/A	see attached	N/A

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ On May 1, 2013, PECO, a subsidiary of Exelon, redeemed the following classes of preferred stock. The redemption notice was issued on March 25, 2013. Pursuant to the redemption, each holder surrendered the holder's shares in exchange for cash in an amount based on the corresponding redemption price per share:

- \$3.80 Series A Preferred Stock, at \$106 per share
- \$4.30 Series B Preferred Stock, at \$102 per share
- \$4.40 Series C Preferred Stock, at \$112.50 per share; and
- \$4.68 Series D Preferred Stock, at \$104 per share

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ Each holder takes the holder's basis into account in determining the gain or loss resulting from the holder's sale of shares. Holders are encouraged to consult their tax advisors for their specific treatment.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ Each holder is treated as having sold the holder's redeemed shares in exchange for the cash received. Each holder should determine gain or loss from the sale based on the holder's tax basis in the redeemed shares and the amount received therefor.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ Sections 302 and 317 of the Internal Revenue Code are relevant to this transaction.

Blank lined area for providing applicable Internal Revenue Code sections.

18 Can any resulting loss be recognized? ▶ Yes.

Blank lined area for providing information regarding resulting loss recognition.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The date of the redemption was May 1, 2013, and the redemption was announced on March 25, 2013.

Blank lined area for providing other information necessary to implement the adjustment.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶  Date ▶ 6/6/2013

Print your name ▶ Thomas D. Terry, Jr. Title ▶ SVP and General Tax Officer

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

PECO Energy Company, Subsidiary of Exelon Corporation
EIN: PECO - 23-0970240, Exelon 23-2990190

IRS Form 8937, Report of Organizational Actions Affecting Basis of Securities

Line 10: CUSIPs:

Series A – 693304206

Series B – 693304305

Series C – 693304404

Series D – 693304503

Line 12: Ticker symbols:

Series A (NYSE:PEPRA)

Series B (NYSE:PEPRB)

Series C (NYSE:PEPRC)

Series D (NYSE:PEPRD)