

PUBLIC SERVICE COMMISSION OF THE DISTRICT OF COLUMBIA

PUBLIC NOTICE

FORMAL CASE NO. 1119, IN THE MATTER OF THE JOINT APPLICATION OF EXELON CORPORATION, PEPCO HOLDINGS, INC., POTOMAC ELECTRIC POWER COMPANY, EXELON ENERGY DELIVERY COMPANY, LLC AND NEW SPECIAL PURPOSE ENTITY, LLC FOR AUTHORIZATION AND APPROVAL OF PROPOSED MERGER TRANSACTION,

1. This Notice informs the public that the Public Service Commission of the District of Columbia (“Commission”) seeks input on its consideration of the June 18, 2014, joint application of Exelon Corporation (“Exelon”), Pepco Holdings, Inc. (“PHI”), the Potomac Electric Power Company (“Pepco”), Exelon Energy Delivery Company, LLC (“EEDC”), and New Special Purpose Entity, LLC (“SPE”) (collectively, the “Joint Applicants”) for approval by the Commission, pursuant to D.C. Code §§ 34-504 and 34-1001, for a change of control of Pepco, the electric distribution company that serves the District of Columbia (“District”), to be effected by the merger of PHI with Purple Acquisition Corp. (“Merger Sub”), a wholly-owned subsidiary of Exelon (“Joint Application”).

2. On February 9 to 13, 2015, the Commission will hold an evidentiary hearing to determine if the proposed merger transaction is in the public interest. In making this determination the Commission will look at seven public interest factors determined in Order No. 17597, which look at the effects of the transaction on:

- (1) ratepayers, shareholders, the financial health of the utilities standing alone and as merged, and the economy of the District;
- (2) utility management and administrative operations;
- (3) public safety and the safety and reliability of services;
- (4) risks associated with all of the Joint Applicants’ affiliated non-jurisdictional business operations, including nuclear operations;
- (5) the Commission’s ability to regulate the new utility effectively;
- (6) competition in the local retail, and wholesale markets that impacts the District and District ratepayers; and
- (7) conservation of natural resources and preservation of environmental quality.

3. In addition to the evidentiary hearing, the Commission will convene four (4) community hearings to receive comments from the public on these issues on the following dates:

December 17, 2014 – 6:00 p.m.

Public Service Commission of the District of Columbia
Hearing Room
1333 H Street, N.W., Suite 700
Washington, D.C. 20005

January 6, 2015 – 6:00 p.m.

Thurgood Marshall Academy
Multi-Purpose Room
2427 Martin Luther King Jr. Avenue, S.E.
Washington, D.C. 20020

January 12, 2015 – 6:00 p.m.

Southwest Library
Community Meeting Room
900 Wesley Place, S.W.
Washington, D.C. 20024

January 20, 2015 – 6:00 p.m.

University of the District of Columbia Community College
Conference Room
801 North Capital Street, N.E.
Washington, D.C. 20002

4. **Those who wish to testify at the community hearings should contact the Commission Secretary by the close of business, three (3) business days prior to the date of the hearing by calling (202) 626-5150.** Representatives of organizations shall be permitted a maximum of five (5) minutes for oral presentations. Individuals shall be permitted a maximum of three (3) minutes for oral presentations. If an organization or an individual is unable to offer comments at the community hearings, written statements may be submitted by mail or in person to Brinda Westbrook-Sedgwick, Commission Secretary, Public Service Commission of the District of Columbia, 1333 H Street, N.W., Suite 200, West Tower, Washington, D.C. 20005, by email to PSC-CommissionSecretary@dc.gov, or through the Commission's eDocket system at <http://www.dcpsc.org/edocket.asp> until March 26, 2015.

5. Any person who is deaf or hard-of-hearing, cannot readily understand or communicate in spoken English, or persons with disabilities who need special accommodations in order to participate in the hearing, must contact the Commission Secretary by the close of business, seven (7) days prior to the date of the community hearing. Persons who wish to testify in Spanish, Chinese, Amharic, or Korean must also contact the Commission Secretary by close of business three (3) business days before the

date of the hearing. **The number to call to request special accommodations and interpretation services is (202) 626-5150.**

6. Copies of previously filed documents in this proceeding, *Formal Case No. 1119*, are available for inspection on the Commission's website (www.dcpsec.org) and at the Office of the Commission Secretary, 1333 H Street, N.W., Suite 200 West Tower, Washington D.C. 20005 between the hours of 9:00 a.m. and 5:30 p.m., Monday through Friday. Copies of any of the documents in this proceeding may be purchased at the Commission at a cost of \$0.10 per page, actual reproduction cost. Additionally, copies of the Joint Application may also be inspected at the following public libraries:

Ward	Name and Address
Main	Martin Luther King Memorial Library 901 G Street, N.W. Washington, D.C. 20001
Ward 1	Mount Pleasant Library 3160 16th Street, N.W. Washington, D.C. 20010
Ward 2	Southwest Library 900 Wesley Place, S.W. Washington, D.C. 20024
Ward 3	Cleveland Park Library 3310 Connecticut Avenue, N.W. Washington, D.C. 20008
Ward 4	Petworth Library 4200 Kansas Avenue, N.W. Washington, D.C. 20011
Ward 5	Woodridge Library 1790 Douglas Street, N.E. Washington, D.C. 20018
Ward 6	Southeast Library 403 7th Street, S.E. Washington, D.C. 20003
Ward 7	Capitol View Library 5001 Central Avenue, S.E. Washington, D.C. 20019

Ward	Name and Address
Ward 8	Bellevue Library 115 Atlantic Street, S.W. Washington, D.C. 20032