

148 FERC ¶ 61,171
UNITED STATES OF AMERICA
FEDERAL ENERGY REGULATORY COMMISSION

Exelon Corporation
Pepco Holdings, Inc.

Docket No. EC14-96-000

NOTICE OF PROPOSED COMMUNICATION
WITH DEPARTMENT OF JUSTICE

(September 5, 2014)

1. On May 30, 2014, pursuant to sections 203(a)(1) and 203(a)(2) of the Federal Power Act¹ and Part 33 of the Commission's Regulations,² Exelon Corporation (Exelon) and Pepco Holdings, Inc. (Pepco Holdings) submitted an application for the approval of a transaction pursuant to which Pepco Holdings will become a wholly-owned subsidiary of Exelon and Exelon will purchase all outstanding Pepco Holdings shares (Merger Transaction).
2. Notice of the May 30, 2014 filing was published in the *Federal Register*, 79 Fed. Reg. 32,933 (2014), with interventions, protests, and comments due on or before June 20, 2014. On June 18, 2014, the Commission extended the comment date to July 21, 2014.
3. The purpose of this notice is to advise the applicants and intervenors that the Commission proposes to permit communications between staff from the Department of Justice, Antitrust Division (DOJ Antitrust Division Staff) and Commission Advisory Staff regarding the Merger Transaction during the pendency of this proceeding. Because such communications, under our current regulations, require the consent of all parties to this proceeding, the Commission directs applicants and any intervenors who object to these communications to indicate their objection within seven days of the issuance of this notice.³ Otherwise, the Commission will deem applicants and intervenors in this proceeding to have consented to communications between DOJ Antitrust Division Staff

¹ 16 U.S.C. § 824b (2012).

² 18 C.F.R. § 33, *et seq.* (2014).

³ The Commission directs any party seeking late intervention to indicate its objection, if any, in its late-filed motion to intervene.

and Commission Advisory Staff during the pendency of the Merger Transaction proceeding. The Commission notes that this proposal is limited in application and applies only to this proceeding and communications between Commission Advisory Staff and DOJ Antitrust Division Staff related to the Merger Transaction.

By direction of the Commission.

Nathaniel J. Davis, Sr.,
Deputy Secretary.