

PEPCO HOLDINGS INC  
Form 8-K  
November 01, 2006

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K  
CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **October 26, 2006**

**PEPCO HOLDINGS, INC.**

(Exact name of registrant as specified in its charter)

Delaware

001-31403

52-2297449

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(IRS Employer  
Identification No.)

701 Ninth Street, N.W., Washington, DC

20068

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code

**(202) 872-3526**

Not Applicable

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

&#111      Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

&#111      Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR

240.14a-12)

- &#111 Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- &#111 Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Pepco Holdings, Inc.  
Form 8-K

Item 1.01 Entry into a Material Definitive Agreement

On October 26, 2006, the Compensation/Human Resources Committee of the Pepco Holdings, Inc. Board of Directors increased the base salary of Senior Vice President and Chief Financial Officer, Joseph M. Rigby, to \$475,000 effective November 1, 2006.

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.

PEPCO HOLDINGS, INC.

(Registrant)

Date November 1, 2006

/s/ Ellen Sheriff Rogers

Name: Ellen Sheriff Rogers  
Title: Vice President, Secretary  
and Assistant Treasurer

