

CONSOLIDATED EDISON INC
Form 3
July 30, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â Ryan JoAnn F
(Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
07/19/2007

3. Issuer Name and Ticker or Trading Symbol
CONSOLIDATED EDISON INC [ED]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
Senior Vice President

5. If Amendment, Date Original Filed(Month/Day/Year)

CONSOLIDATED EDISON,
INC.,Â 4 IRVING PLACE,
ROOM 1618-S

(Street)

NEW YORK,Â NYÂ 10009

(City) (State) (Zip)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common Stock

2,771.61

D Â

Common Stock

1,377.94

I By Tax Reduction Act Stock Ownership Plan (TRASOP)

Common Stock

57.68

I By THRIFT PLAN

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Option (Right to Buy)	01/20/2008	01/20/2015	Common Stock	14,000	\$ 43.72	D	Â
Employee Stock Option (Right to Buy)	01/19/2009	01/19/2016	Common Stock	14,000	\$ 46.88	D	Â
Performance Restricted Stock Units ⁽¹⁾	Â ⁽²⁾	Â ⁽²⁾	Common Stock	1,900 ⁽³⁾	\$ ⁽⁴⁾	D	Â
Performance Restricted Stock Units ⁽¹⁾	Â ⁽⁵⁾	Â ⁽⁵⁾	Common Stock	2,000 ⁽³⁾	\$ ⁽⁴⁾	D	Â
Performance Restricted Stock Units ⁽¹⁾	Â ⁽⁶⁾	Â ⁽⁶⁾	Common Stock	4,300 ⁽³⁾	\$ ⁽⁴⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ryan JoAnn F CONSOLIDATED EDISON, INC. 4 IRVING PLACE, ROOM 1618-S NEW YORK, NY 10009	Â	Â	Â Senior Vice President	Â

Signatures

Peter J. Barrett;
Attorney-in-Fact

07/30/2007

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Performance Restricted Stock Units ("PRSU") granted under the Consolidated Edison, Inc. (the "Company") Long Term Incentive Plan (the "Plan"). PRSUs are converted into common stock on a 1 for 1 basis.
- (2) The PRSUs will vest in 2008 when the number of PRSUs to be paid out are determined by the Management Development and Compensation Committee of the Company's Board of Directors.
- (3) The number of shares (or cash equivalents) will be adjusted based on certain performance criteria, including criteria other than the market price, specified under the Company's Plan.
- (4) Not Applicable
- (5) The PRSUs will vest in 2009 when the number of PRSUs to be paid out are determined by the Management Development and Compensation Committee of the Company's Board of Directors.

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- (6) The PRSUs will vest in 2010 when the number of PRSUs to be paid out are determined by the Management Development and Compensation Committee of the Company's Board of Directors.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.