#### CONSOLIDATED EDISON INC

Form 4

October 04, 2007

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

if no longer

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

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * MCMAHON JOHN D  |   |            | 2. Issuer Name and Ticker or Trading Symbol CONSOLIDATED EDISON INC [ED] |   |                              |             | 5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)   |   |   |  |  |
|---|---|------------|--|---|------------------------------|-------------|--|---|---|--|--|
| (Last) (First) (Middle)  CONSOLIDATED EDISON, INC.  |   |            | 3. Date of Earliest Transaction (Month/Day/Year) 09/28/2007              |   |                              |             | Director 10% OwnerX Officer (give title Other (specify below) President & CEO, O&R                                 |   |   |  |  |
| C/O SECR  | ETARY, 4 IRVII<br>OOM 1618-S            |            | ,,_0,_0  |   |                              |             | FIESI  | deni & CEO,   | J&K   |  |  |
|   |   |            |  | . If Amendment, Date Original Filed(Month/Day/Year) |                              |             |  | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person |   |  |  |
| NEW YOR   | RK, NY 10003                            |            |  |   |                              |             | Form filed by More than One Reporting Person   |   |   |  |  |
| (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |   |            |  |   |                              |             |  |   | ially Owned   |  |  |
| 1.Title of<br>Security<br>(Instr. 3)  | 2. Transaction Date<br>(Month/Day/Year) |            | ate, if Transact<br>Code<br>/Year) (Instr. 8)                            | 4. Securi ior(A) or D (Instr. 3,                    | ispose<br>4 and<br>(A)<br>or | ed of (D)   | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)  | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |  |
| Common<br>Stock   | 09/28/2007                              | 10/03/2007 |  | 0.3 (1)   | A                            | \$<br>46.04 | 35,022.37  | D   |   |  |  |
| Common<br>Stock   |   |            |  |   |                              |             | 1,880.2  | I   | By Tax<br>Reduction<br>Act Stock<br>Ownership<br>Plan<br>(TRASOP) |  |  |
| Common<br>Stock   |   |            |  |   |                              |             | 513.11   | I   | By THRIFT<br>PLAN   |  |  |

#### Edgar Filing: CONSOLIDATED EDISON INC - Form 4

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans

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

|          | <ol> <li>Title of</li> </ol> | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5.         | <ol><li>Date Exerc</li></ol> | cisable and | 7. Title   | e and    | 8. Price of | 9 |
|----------|------------------------------|-------------|---------------------|--------------------|------------|------------|------------------------------|-------------|------------|----------|-------------|---|
|          | Derivative                   | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti  | orNumber   | Expiration Da                | ate         | Amou       | nt of    | Derivative  | J |
|          | Security                     | or Exercise |                     | any                | Code       | of         | (Month/Day/                  | Year)       | Under      | lying    | Security    | , |
|          | (Instr. 3)                   | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative |                              |             | Securities |          | (Instr. 5)  | ] |
|          |                              | Derivative  |                     |                    |            | Securities |                              |             | (Instr.    | 3 and 4) |             | ( |
| Security |                              |             |                     |                    |            | Acquired   |                              |             |            |          |             | J |
|          |                              |             |                     |                    |            | (A) or     |                              |             |            |          |             | J |
|          |                              |             |                     |                    |            | Disposed   |                              |             |            |          |             | 7 |
|          |                              |             |                     |                    |            | of (D)     |                              |             |            |          |             | ( |
|          |                              |             |                     |                    |            | (Instr. 3, |                              |             |            |          |             |   |
|          |                              |             |                     |                    |            | 4, and 5)  |                              |             |            |          |             |   |
|          |                              |             |                     |                    |            |            |                              |             |            | Amount   |             |   |
|          |                              |             |                     |                    |            |            |                              |             |            | or       |             |   |
|          |                              |             |                     |                    |            | Date       | Expiration                   |             | Number     |          |             |   |
|          |                              |             |                     |                    |            |            | Exercisable                  | Date        |            | of       |             |   |
|          |                              |             |                     | Code V             | (A) (D)    |            |                              |             | Shares     |          |             |   |
|          |                              |             |                     |                    | Code v     | (A) $(D)$  |                              |             |            | Shares   |             |   |

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MCMAHON JOHN D CONSOLIDATED EDISON, INC. C/O SECRETARY 4 IRVING PLACE; ROOM 1618-S NEW YORK, NY 10003

President & CEO, O&R

### **Signatures**

Peter J. Barrett; Attorney-in-Fact

\*\*Signature of Reporting Person Date

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(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) Purchase of shares of common stock of Consolidated Edison, Inc. (the "Company") under the Company 's Stock Purchase Plan.

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.

Reporting Owners 2