### Edgar Filing: HOGLUND ROBERT N - Form 4

	ROBERT N										
Form 4	2010										
February 19										PROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB OMB Number:	3235-0287			
Check this box				asinington, D.C. 20349					Expires:	January 31,	
if no lon subject t Section Form 4 d	<b>51A1</b> 16.	EMENT O	OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Estimated average burden hours per response 0.5		
Form 5 obligatio may con <i>See</i> Instr 1(b).	tinue. Section 1	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									
(Print or Type	Responses)										
HOGLUND ROBERT N Sy			Symbol	•				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			CONSOLIDATED EDISON INC [ED]				NC				
(Last)				ate of Earliest Transaction nth/Day/Year)				Director 10% Owner Officer (give title Other (specify			
	DATED EDISC VING PLACE,		02/17/2	010				below)	below) VP & CFO		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)			l		Applicable Line) _X_ Form filed by C	one Reporting Pe	t/Group Filing(Check e Reporting Person	
NEW YOR	K, NY 10003							Form filed by M Person	ore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative (	Securi	ities Acqu	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)			n Date, if	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Stock	02/17/2010			М	10,791	А	<u>(1)</u>	43,382.45	D		
Common Stock	02/17/2010			D <u>(2)</u>	10,791	D	\$ 42.95	32,591.45	D		

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.

#### Edgar Filing: HOGLUND ROBERT N - Form 4

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numt of Sha
Performance Restricted Stock Units (Phantom Stock)	(3)	02/17/2010		М		10,791	02/17/2010	02/17/2010	Common Stock	10,7 (4)

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
HOGLUND ROBERT N CONSOLIDATED EDISON, INC. 4 IRVING PLACE, ROOM 1618-S NEW YORK, NY 10003			SVP & CFO				
Signatures							
Peter J. Barrett; Attorney-in-Fact	02/19/20	010					

Date

\*\*Signature of Reporting Person

## **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) Not Applicable.
- (2) Performance Restricted Stock Units ("PRSUs") cash-out pursuant to the terms of the Consolidated Edison, Inc. ("Company") Long Term Incentive Plan (the "LTIP").
- (3) Each PRSU is the economic equivalent of one share of Company common stock.
- (4) The number of shares (or cash equivalents) were adjusted based on certain performance criteria, including criteria other than the market price, as specified under the LTIP.

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.