

CONSOLIDATED EDISON INC
Form 3
July 30, 2007

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

OMB APPROVAL

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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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Tai Luther</p> <p>(Last) (First) (Middle)</p> <p>CONSOLIDATED EDISON, INC., Â 4 IRVING PLACE, ROOM 1618-S</p> <p>(Street)</p> <p>NEW YORK, Â NY Â 10009</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>07/19/2007</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>CONSOLIDATED EDISON INC [ED]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>Senior Vice President</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>
			<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>	

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	6,447.98	D	Â
Common Stock	234.69	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)

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	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
EIP Stock	01/01/2008	01/02/2008	Common Stock	1,073.29	\$ <u>(1)</u>	D	Â
EIP Stock	01/01/2009	01/02/2009	Common Stock	1,109.31	\$ <u>(1)</u>	D	Â
EIP Stock	01/01/2010	01/02/2010	Common Stock	997.08	\$ <u>(1)</u>	D	Â
Employee Stock Option (Right to Buy)	02/24/2001	02/24/2008	Common Stock	2,000	\$ 42.56	D	Â
Employee Stock Option (Right to Buy)	02/22/2002	02/22/2009	Common Stock	7,000	\$ 47.94	D	Â
Employee Stock Option (Right to Buy)	04/20/2003	04/20/2010	Common Stock	10,000	\$ 32.5	D	Â
Employee Stock Option (Right to Buy)	04/19/2004	04/19/2011	Common Stock	12,000	\$ 37.75	D	Â
Employee Stock Option (Right to Buy)	04/18/2005	04/18/2012	Common Stock	12,000	\$ 42.51	D	Â
Employee Stock Option (Right to Buy)	01/23/2006	01/23/2013	Common Stock	14,000	\$ 40.81	D	Â
Employee Stock Option (Right to Buy)	01/15/2007	01/15/2014	Common Stock	14,000	\$ 43.06	D	Â
Employee Stock Option (Right to Buy)	01/20/2008	01/20/2015	Common Stock	16,000	\$ 43.72	D	Â
Employee Stock Option (Right to Buy)	01/19/2009	01/19/2016	Common Stock	18,000	\$ 46.88	D	Â
Performance Based Restricted Stock Units <u>(2)</u>	Â <u>(3)</u>	Â <u>(3)</u>	Common Stock	1,600 <u>(4)</u>	\$ <u>(5)</u>	D	Â
Performance Based Restricted Stock Units <u>(2)</u>	Â <u>(6)</u>	Â <u>(6)</u>	Common Stock	1,800 <u>(4)</u>	\$ <u>(5)</u>	D	Â
Performance Based Restricted Stock Units <u>(2)</u>	Â <u>(7)</u>	Â <u>(7)</u>	Common Stock	4,300 <u>(4)</u>	\$ <u>(5)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Tai Luther CONSOLIDATED EDISON, INC.	Â	Â	Â Senior Vice President	Â

4 IRVING PLACE, ROOM 1618-S
NEW YORK, NY 10009

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) Equivalent Stock units (phantom stock) are converted into common stock on a 1-for-1 basis.
- (2) Performance Restricted Stock Units ("PRSUs") 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.
- (3) 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.
- (4) 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.
- (5) Not Applicable
- (6) 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.
- (7) 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.