

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)

1. Name and Address of Reporting Person *

Â Tai Luther

(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

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.