## Edgar Filing: CONSOLIDATED EDISON INC - Form 4

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	ATED EDISON INC									
Form 4 February 19,	2010									
	ГЛ							PROVAL		
FORM	<b>4</b> UNITED STATE	S SECURITIES A			NGE C	COMMISSION	0	3235-0287		
Check the	is box	Washington	, D.C. 20	549			Number: Expires:	January 31,		
if no long subject to Section 1 Form 4 o	6. r	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								
Form 4 or Form 5 obligations may continue. See Instruction 1(b). Form 5 obligations may continue. See Instruction 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)										
	ddress of Reporting Person <u>*</u> ICE MICHAEL J	2. Issuer Name <b>and</b> Symbol	2. Issuer Name <b>and</b> Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer			
		CONSOLIDATE [ED]	CONSOLIDATED EDISON INC [ED]				(Check all applicable)			
(Last) MILLENNI MARKETS	3. Date of Earliest Tr (Month/Day/Year) 02/17/2010					title 10% below)	Owner er (specify			
STREET										
	(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)					<ul><li>6. Individual or Joint/Group Filing(Check Applicable Line)</li><li>_X_ Form filed by One Reporting Person</li></ul>			
NEW YORK, NY 10020 — Form filed by More than One Reporting Person								porting		
(City)	(State) (Zip)	Table I - Non-I	Derivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	any	Day/Year) Execution Date, if Transaction(A) or Disposed of (D)			d of (D)	Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Common		Code V		or (D)	Price	Transaction(s) (Instr. 3 and 4)				
Common Stock	02/17/2010	А	16.3 (1)	А	\$ 42.95	24,690.64	D			
Common Stock	02/18/2010	А	21 <u>(1)</u>	А	\$ 42.86	24,711.64	D			

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

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 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)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address		Relationships						
1 8 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9		Director	10% Owner	Officer	Other			
DEL GIUDICE MICHAEL J MILLENNIUM CREDIT MARKETS 15 WEST 48TH STREET NEW YORK, NY 10020	, LLC	Х						
Signatures								
Peter J. Barrett; Attorney-in-Fact	02/19/2	2010						
**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) Deferred Stock Units ("DSU") acquired pursuant to a voluntary deferral of meeting fees in accordance with the Consolidated Edison, Inc. (the "Company") Long Term Incentive Plan. Each DSU represents one share of the Company's common stock.

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.