CONSOLIDATED EDISON INC
Form 8-K
November 16, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)

of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 10, 2016

Consolidated Edison, Inc.

(Exact name of registrant as specified in its charter)

New York	**1-14514**	**13-3965100**
(State or Other Jurisdiction of Incorporation)	**(Commission File Number)**	**(IRS Employer Identification No.)**

4 Irving Place, New York, New York **10003**
(Address of principal executive offices) **(Zip Code)**
Registrant s telephone number, including area code: (212) 460-4600

Consolidated Edison Company of New York, Inc.

(Exact name of registrant as specified in its charter)

New York	**1-1217**	**13-5009340**
(State or Other Jurisdiction of Incorporation)	**(Commission File Number)**	**(IRS Employer Identification No.)**

4 Irving Place, New York, New York **10003**
(Address of principal executive offices) **(Zip Code)**
Registrant s telephone number, including area code: (212) 460-4600

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 8.01 OTHER EVENTS.

On November 10, 2016, Consolidated Edison Company of New York, Inc. (CECONY) entered into an underwriting agreement with Citigroup Global Markets Inc., J.P. Morgan Securities LLC, Mizuho Securities USA Inc. and MUFG Securities Americas Inc., as representatives of the underwriters named therein, for the sale of $250 million aggregate principal amount of CECONY s 2.90% Debentures, Series 2016 B (the Series 2016 B Debentures) and $500 million aggregate principal amount of CECONY s 4.30% Debentures, Series 2016 C (the Series 2016 C Debentures, and together with the Series 2016 B Debentures, the Debentures). The Debentures were registered under the Securities Act of 1933 pursuant to a Registration Statement on Form S-3 (No. 333-206177, effective August 6, 2015).

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits.

Exhibit 1	Underwriting Agreement relating to the Debentures
Exhibit 4.1	Form of the Series 2016 B Debentures
Exhibit 4.2	Form of the Series 2016 C Debentures
Exhibit 5	Opinion and consent of Elizabeth D. Moore, Senior Vice President and General Counsel

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, each registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CONSOLIDATED EDISON, INC.

CONSOLIDATED EDISON COMPANY OF NEW YORK, INC.

By */s/ Robert Muccilo*
Robert Muccilo
Vice President and Controller

Date: November 16, 2016