

CONSOLIDATED EDISON INC  
Form 4  
March 27, 2007

**FORM 4**

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

OMB APPROVAL

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**STATEMENT OF CHANGES IN 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 \*  
Rana Louis L

(Last) (First) (Middle)  
4 IRVING PLACE  
(Street)  
NEW YORK, NY 10003  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
CONSOLIDATED EDISON INC [ED]

3. Date of Earliest Transaction (Month/Day/Year)  
03/23/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)  
\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
President (CECONY)

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 Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	03/23/2007		M	V	8,000	\$ 47.94	10,761.2 D
Common Stock	03/23/2007		M	V	8,000	\$ 42.51	18,761.2 D
Common Stock	03/23/2007		M	V	10,000	\$ 40.81	28,761.2 D
Common Stock	03/23/2007		M	V	12,000	\$ 43.06	40,761.2 D
Common Stock	03/23/2007		S	V	35,150	\$ 50.29	5,611.2 D

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Common Stock	1,092.39	I	By Tax Reduction Act Stock Ownership Plan (TRASOP)
Common Stock	184.25	I	By THRIFT PLAN

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.**

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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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 47.94	03/23/2007		M	8,000	02/23/2002 02/23/2009	Common Stock 8,000
Employee Stock Option (Right to Buy)	\$ 42.51	03/23/2007		M	8,000	04/18/2005 04/18/2012	Common Stock 8,000
Employee Stock Option (Right to Buy)	\$ 40.81	03/23/2007		M	10,000	01/23/2006 01/23/2013	Common Stock 10,000
Employee Stock Option (Right to Buy)	\$ 43.06	03/23/2007		M	12,000	01/15/2007 01/15/2014	Common Stock 12,000

