

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		
			Code	V	Amount		
Common Stock	03/23/2007		M		8,000	\$ 47.94	10,761.2 D
Common Stock	03/23/2007		M		8,000	\$ 42.51	18,761.2 D
Common Stock	03/23/2007		M		10,000	\$ 40.81	28,761.2 D
Common Stock	03/23/2007		M		12,000	\$ 43.06	40,761.2 D
Common Stock	03/23/2007		S		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	

