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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**  
Pursuant to Section 13 or 15(d)  
of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 16, 2022

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**Consolidated Edison, Inc.**

(Exact name of registrant as specified in its charter)

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**New York**  
(State or Other Jurisdiction  
of Incorporation)

**1-14514**  
(Commission  
File Number)

**13-3965100**  
(IRS Employer  
Identification No.)

**4 Irving Place, New York, New York**  
(Address of principal executive offices)

**10003**  
(Zip Code)

Registrant's telephone number, including area code: (212) 460-4600

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**Consolidated Edison Company of New York, Inc.**

(Exact name of registrant as specified in its charter)

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**New York**  
(State or Other Jurisdiction  
of Incorporation)

**1-1217**  
(Commission  
File Number)

**13-5009340**  
(IRS Employer  
Identification No.)

**4 Irving Place, New York, New York**  
(Address of principal executive offices)

**10003**  
(Zip Code)

Registrant's telephone number, including area code: (212) 460-4600

**Securities Registered Pursuant to Section 12(b) of the Act:**

<u>Title of each class</u>	<u>Trading Symbol</u>	<u>Name of each exchange on which registered</u>
<b>Consolidated Edison, Inc.,</b> Common Shares (\$.10 par value)	<b>ED</b>	New York Stock Exchange

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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))
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Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS.****CON EDISON**

- (a) At the Annual Meeting of Stockholders of Consolidated Edison, Inc. ("Con Edison") on May 16, 2022, Con Edison's stockholders voted to elect the members of its Board of Directors; to ratify the appointment of its independent accountants; and to approve, on an advisory basis, named executive officer compensation.
- (b) The name of each director elected, the number of shares voted for or against each director and the number of abstentions as to each director were as shown in the following table. Not included in such amounts were 54,783,753 shares that were broker non-votes.

<u>Name</u>	<u>For</u>	<u>Against</u>	<u>Abstentions</u>
Timothy P. Cawley	204,901,365	20,675,866	4,258,371
Ellen V. Futter	221,792,480	7,228,615	814,637
John F. Killian	211,375,460	17,614,155	846,117
Karol V. Mason	226,273,222	2,717,332	845,178
John McAvoy	223,858,579	5,163,131	814,095
Dwight A. McBride	227,192,374	1,793,957	849,401
William J. Mulrow	219,358,109	9,585,717	891,906
Armando J. Olivera	226,943,270	2,047,775	844,687
Michael W. Ranger	204,292,228	24,696,689	846,815
Linda S. Sanford	225,902,413	3,152,009	781,310
Deirdre Stanley	225,831,442	3,208,071	795,777
L. Frederick Sutherland	215,873,321	13,093,018	868,951

- (c) The results of the vote to ratify the appointment of PricewaterhouseCoopers LLP as Con Edison's independent accountants for 2022 were as follows: 262,294,422 shares were voted for this proposal; 19,528,599 shares were voted against the proposal; and 2,794,434 shares were abstentions.
- (d) The results of the advisory vote to approve named executive officer compensation were as follows: 212,104,983 shares were voted for this proposal; 15,867,867 shares were voted against the proposal; 1,862,270 shares were abstentions and 54,783,753 shares were broker non-votes.

**CECONY**

At the Annual Meeting of Stockholders of Consolidated Edison Company of New York, Inc. ("CECONY") on May 16, 2022, all 235,488,094 outstanding shares of CECONY's common stock, which are owned by Con Edison, were voted to elect as the members of CECONY's Board of Trustees the same persons who, as indicated above, were elected as members of Con Edison's Board of Directors.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.**

(d) Exhibits.

Exhibit 104 Cover Page Interactive Data File - The cover page iXBRL tags are embedded within the inline XBRL document

## 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/ Joseph Miller  
Joseph Miller  
Vice President, Controller and Chief Accounting Officer

Date: May 18, 2022