FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

l	OMB APPRO	VAL
	OMB Number:	3235-0287
l	Estimated average burde	en
l	hours per response:	0.5

	Check this box if no longer subject to
$\neg$	Section 16. Form 4 or Form 5
J	obligations may continue. See
	Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

							. ,														
1. Name an	nd Address		2. Issuer Name and Ticker or Trading Symbol CONSOLIDATED EDISON INC [ ED ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner									
															X	Offic	er (give title		Other (specify below)		
(Last) (First) (Middle) CONSOLIDATED EDISON, INC.						3. Date of Earliest Transaction (Month/Day/Year) 05/31/2016									below) below) SVP & CFO						
4 IRVING PLACE, ROOM 1450S																					
						4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) NEW YORK NY 10003																X Form filed by One Reporting Person					
				-											Form filed by More than One Reporting Person						
(City)	(	State)	(Zip)																		
		Та	ble I - No	n-Deri\	ative/	Se	curitie	s Acc	quired	, Dis	posed o	f, o	r Ben	efici	ally (	Owne	ed				
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)						Execut ay/Year) if any		. Deemed ecution Date, iny onth/Day/Year)		Transaction Disposed Code (Instr. 5)		ties Acquired (A) I Of (D) (Instr. 3, 4			and Secu Bene		icially d Following	6. Owner Form: I (D) or In (I) (Inst	Direct Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							v	Amount		(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)				(msu. 4)				
Common Stock 05/31/2						/2016 0		06/03/2016			31.42	1)	A \$73		3.67 37,2		,209.28	Γ	)		
			Гable II -								osed of, onvertib				y Ov	vned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercis Price of Derivative Security		3A. Deem Execution if any (Month/D	n Date,	4. Transaction Code (Instr r) 8)				6. Date Exercisa Expiration Date (Month/Day/Year		te	7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)			8. Price Derivat Securit (Instr. 5		9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Owne Form Direc or Inc (I) (In:		11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisa	able	Expiration Date	Title	or Nui of	ount mber ares							

## **Explanation of Responses:**

1. Purchase of shares of common stock of Consolidated Edison, Inc. (the "Company") under the Company's Stock Purchase Plan.

## Remarks:

Jeanmarie Schieler; Attorney-

\*\* Signature of Reporting Person

in-Fact

<u>06/06/2016</u>

Date

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

- $^{\star}$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.