FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| STATEMENT            | OF CHANGES II   | N BENEFICIAL     | OWNERSHIE                               |
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| ı | hours per response:   | 0.5       |

Check this box if no longer subject to Section 16. Form 4 or Form 5 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

| Name and Address of Reporting Person*     Stanley Deirdre  |           |                                    |  |         | 2. Issuer Name <b>and</b> Ticker or Trading Symbol CONSOLIDATED EDISON INC [ ED ] |  |   |  |                  |        |                    |   |   |   | all app   | ship of Reporting Pe<br>applicable)<br>rector                     |  | 10% Owner   |          |  |  |
|--|-----------|------------------------------------|--|---------|---|--|---|--|------------------|--------|--------------------|---|---|---|---|---|--|---|----------|--|--|
|  | LIDATED 1 | (First) (Middle) ATED EDISON, INC. |  |         |   |  | 3. Date of Earliest Transaction (Month/Day/Year) 06/30/2018                                       |  |                  |        |                    |   |   |   |   | Office<br>below   | er (give title<br>w)                   | Other (specify below)   |          |  |  |
| 4 IRVING PLACE, ROOM 16-205  |           |                                    |  |         | 4. If   | 4. If Amendment, Date of Original Filed (Month/Day/Year) |   |  |                  |        |                    |   |   |   | 6. Individual or Joint/Group Filing (Check Applicable Line) |   |  |   |          |  |  |
| (Street) NEW YO  | ORK N     | <b>Y</b> 1                         | 10003  |         |   |  |   |  |                  |        |                    |   |   |   | X   |   | n filed by One<br>n filed by Mor<br>on | •   | Ü        |  |  |
| (City)   | (S        | tate) (                            | Zip)   |         |   |  |   |  |                  |        |                    |   |   |   |   |   |  |   |          |  |  |
|  |           | Tabl                               | le I - No  | n-Deriv | ative   | Sec  | uritie  | s Acc  | quired           | , Dis  | posed o            | f, o  | r Ben   | efici   | ally  | Owne  | ed                                     |   |          |  |  |
| 1. Title of Security (Instr. 3)  2. Transact Date (Month/Day)  |           |                                    |  |         |   | Execution Date,  |   | 3.<br>Transaction<br>Code (Instr.<br>8)  4. Securities Acquir<br>Disposed Of (D) (Instruction) |                  |        |                    |   | d 5)  | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported |   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) |  | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |          |  |  |
|  |           |                                    |  |         |   |  |   | Code   | v                | Amount |                    | (A) or<br>(D)   | Price   | •   | Transa  | Transaction(s) (Instr. 3 and 4)                                   |  |   | (1130.4) |  |  |
| Common Stock 06/30/2   |           |                                    |  |         | /2018   |  |   |  | A                |        | 368.684            | (1)   | A   | \$77  | 3,760   |   | '60.28 <sup>(2)</sup>                  | D   |          |  |  |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |           |                                    |  |         |   |  |   |  |                  |        |                    |   |   |   |   |   |  |   |          |  |  |
| Derivative Conversion Date Execution Date, Security or Exercise (Month/Day/Year) if any  |           |                                    | ansaction de (Instr.  5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |         | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year)                    |  | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr.<br>and 4) |  | ount             | ıt     |                    | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)        |   |   |  |   |          |  |  |
|  |           |                                    |  |         | Code  | v  | (A)   | (D)  | Date<br>Exercise | able   | Expiration<br>Date | Title   | of<br>Sha   | ares  |   |   |  |   |          |  |  |

## **Explanation of Responses:**

- 1. Deferred Stock Units ("DSU") granted pursuant to the Consolidated Edison, Inc. (the "Company") Long Term Incentive Plan. Each DSU represents one share of the Company's common stock.
- 2. Includes 32.786 DSUs acquired on June 15, 2018, pursuant to the Plan's dividend reinvestment provision.

## Remarks:

<u>Vanessa M. Franklin; Attorney-</u> <u>07/02/2018</u> in-Fact

\*\* Signature of Reporting Person Date

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

- \* 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.