Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** OMB Number: Estimated average burden

0.5

hours per response:

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 and Address of Reporting Person $\stackrel{\star}{}$ $\underline{Ryan\ JoAnn\ F}$					2. Issuer Name and Ticker or Trading Symbol CONSOLIDATED EDISON INC [ ED ]								Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director						
LIDATED I	, , ,						iest Tran	saction	(Mont	h/Day/Year)		X Officer (give title Officer (specify below) SVP, Business Shared Services							
4 IRVING PLACE, ROOM 1618-S						ndme	nt, Date	of Origi	nal File	ed (Month/Da		6. Individual or Joint/Group Filing (Check Applicable							
Street) NEW YORK NY 10009										Lir	X Form filed by One Reporting Person Form filed by More than One Reporting Person								
(S	tate)	(Zip)																	
	Tab	le I - N	lon-Deri	vativ	e Se	curit	ties Ac	quire	d, Di		-		lly Owned						
Da			Date		Execut ear) if any		Date,	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and			d 5) Securities Beneficially Owned Following		Form: Direct (D) or Indirect		7. Nature of Indirect Beneficial Ownership		
								Code	v	Amount	(A) or (D)	Price	Transaction				(111311. 4	"	
Common Stock				11/01/2010				M		14,000	A	\$43.72	23,16	2.22	D				
Common Stock				11/01/2010				M		14,000	A	\$46.88	37,162.22		D				
Common Stock				11/01/2010				S		28,000	D	\$49.82	9,162.22		D				
Common Stock													1,641	1,641.45		I		Reduction Act Stock Ownership Plan (TRASOP)	
Commmon Stock												634.	634.48		I		By THRIFT Plan		
	-	Table II											/ Owned						
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execution if any	3A. Deemed Execution Date, if any		ction	5. Number on of		6. Date Exerc		cisable and	-		8. Price of Derivative Security (Instr. 5)	derivati Securiti Benefic Owned Followi Reporte Transac	ive ies cially ng ed ction(s)	Form: Direct (I or Indire	hip of Be O) Ow ect (In	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Coo		v	(A)	(D)	Date Exerci	isable	Expiration Date	Title	or							
\$43.72	11/01/2010			M			14,000	01/20/	/2008	01/20/2015	Common Stock	14,000	\$0	C	)	D			
\$46.88	11/01/2010			М			14,000	01/19/	/2009	01/19/2016	Common Stock	14,000	\$0	C	)	D			
	CANN F  (F  LIDATED I  CARY G PLACE,  DRK N  (S  Security (Inst  Stock  Stock  Stock  Stock  2.  Conversion or Exercise Price varies of Pice	CARY G PLACE, ROOM 1618-S  DRK NY  (State)  Tab  Security (Instr. 3)  Stock  Stock  Stock  Stock  Stock  Stock  Stock  10 Ann F  Tab  Security (Instr. 3)	(First) (Middle) LIDATED EDISON, INC. C/O CARY G PLACE, ROOM 1618-S  DRK NY 10009  (State) (Zip)  Table I - N  Security (Instr. 3)  Stock  Stock  Stock  Stock  Table II  2. Conversion or Exercise Price of Derivative Security  Security (Month/Day/Year) (Month/Day/Year)  \$43.72 11/01/2010	(First) (Middle) LIDATED EDISON, INC. C/O CARY G PLACE, ROOM 1618-S  DRK NY 10009  (State) (Zip)  Table I - Non-Deri Security (Instr. 3)  2. Transactor (Month/Day) Stock  Table II - Deriv (e.g., Price of Date (Month/Day)/Year)  2. Conversion or Exercise Price of Derivative Security  843.72 11/01/2010	Clipann F  (First) (Middle)  LIDATED EDISON, INC. C/O CARY G PLACE, ROOM 1618-S  DRK NY 10009  (State) (Zip)  Table I - Non-Derivative (Month/Day/Year)  Stock 11/01/2010  Conversion or Exercise (Month/Day/Year) (Month/Day/Year)  Price of Derivative (e.g., puts, if any (Month/Day/Year) (Month/Day/Year)  Stock 2. Code (Stock Individually Individua	CONS  (First) (Middle) LIDATED EDISON, INC. C/O TARY G PLACE, ROOM 1618-S  DRK NY 10009  (State) (Zip)  Table I - Non-Derivative Security (Instr. 3)  Stock 11/01/2010  M  Stock 11/01/2010  M  Stock 11/01/2010  M  Stock 11/01/2010  M  M	CONSOL  (First) (Middle) LIDATED EDISON, INC. C/O CARY G PLACE, ROOM 1618-S  Table I - Non-Derivative Securit (Month/Day/Year)  Stock  Table II - Derivative Securitic (e.g., puts, calls, work price of Date of Execution Date, profix of Exercise Price of Derivative Security (Month/Day/Year)  Stock  Table II - Derivative Securitic (e.g., puts, calls, work price of Date (Month/Day/Year)  Stock  Table II - Derivative Securitic (e.g., puts, calls, work price of Date (Month/Day/Year)  Stock  Table II - Derivative Securitic (e.g., puts, calls, work price of Date (Month/Day/Year)  Stock  Table II - Derivative Securitic (e.g., puts, calls, work price of Date (Month/Day/Year)  Stock  Table II - Derivative Securitic (e.g., puts, calls, work price of Date (Month/Day/Year)  Stock  Table II - Derivative Securitic (e.g., puts, calls, work price of Date (Month/Day/Year)  Stock  Table II - Derivative Securitic (e.g., puts, calls, work price of Date (Month/Day/Year)  Stock  Table II - Derivative Securitic (e.g., puts, calls, work price of Date (Month/Day/Year)  Stock  Table II - Derivative Securitic (e.g., puts, calls, work price of Date (Month/Day/Year)  Stock  Table II - Derivative Securitic (e.g., puts, calls, work price of Date (Month/Day/Year)  Stock  Table II - Derivative Securitic (e.g., puts, calls, work price of Date (Month/Day/Year)  Stock  Table II - Derivative Securitic (e.g., puts, calls, work price of Date (Month/Day/Year)  Stock  Table II - Derivative Securitic (e.g., puts, calls, work price of Date (Month/Day/Year)  Stock  Table II - Derivative Securitic (e.g., puts, calls, work price of Date (Month/Day/Year)  Stock  Table II - Derivative Securitic (e.g., puts, calls, work price of Date (Month/Day/Year)  Stock  Table II - Derivative Securitic (e.g., puts, calls, work price of Date (Month/Day/Year)  Stock  Table II - Derivative Securitic (e.g., puts, calls, work price of Date (Month/Day/Year)  Stock  Table II - Derivative Securitic (month/Day/Year)	CONSOLIDATI  (First) (Middle) LIDATED EDISON, INC. C/O ARY G PLACE, ROOM 1618-S  DRK NY 10009  (State) (Zip)  Table I - Non-Derivative Securities Acquired (Month/Day/Year)  Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  Stock 11/01/2010  Stock 11/01/2010  Stock 11/01/2010  Stock 11/01/2010  Stock 11/01/2010  Stock 11/01/2010  Conversion or Exercise Price of Derivative Securities Acquired (Month/Day/Year)  (Month/Day/Year)  A. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  Stock 11/01/2010  Stock 11/01/2010  Code (Instr. Shumber of Derivative Securities Acquired (Month/Day/Year)  Conversion or Exercise Price of Derivative Securities Acquired (Month/Day/Year)  Conversion or Exercise Price of Derivative Securities Acquired (Month/Day/Year)  Code (Instr. Shumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Code V (A) (D)  \$4. If Amendment, Date	CONSOLIDATED E  (First) (Middle) LIDATED EDISON, INC. C/O CARY G PLACE, ROOM 1618-S  Table I - Non-Derivative Securities Acquired (Month/Day/Year)  Security (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  Stock  11/01/2010  Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, opt  Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, opt)  2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Porvative Securities Acquired (e.g., puts, calls, warrants, opt)  Code (Instr. 6)  Stock  11/01/2010  M  Stock  Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, opt)  Code (Instr. 6)  Supervative Securities Acquired (A) or Derivative Securities Acquired (e.g., puts, calls, warrants, opt)  Code (Instr. 6)  Supervative Securities Acquired (A) or Derivative S	CONSOLIDATED EDIS	CONSOLIDATED EDISON INC.  (First) (Middle) LIDATED EDISON, INC. C/O ARRY G PLACE, ROOM 1618-S  Table I - Non-Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertil farmy (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertil farmy (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertil farmy (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertil farmy (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertil farmy (Month/Day/Year)  Conversion of Exercise (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertil farmy (Month/Day/Year)  Conversion of Exercise (Month/Day/Year)  Conversion of Exercise (Month/Day/Year)  A Deserved Exercise (Month/Day/Year)  Conversion of Exercise (Month/Day/Year)  A Deserved Exercise (Month/Day/Year)  A Deserved Exercise (Month/Day/Year)  A Deserved Exercise (Month/Day/Year)  Conversion of Exercise (Month/Day/Year)  A Deserved (e.g., puts, calls, warrants, options, convertil farmy (Month/Day/Year)  Conversion of Exercise (Month/Day/Year)  A Deserved (e.g., puts, calls, warrants, options)  Conversion of Exercise (Month/Day/Year)  Conversion of Exercise (Month/Day/Year)  A Deserved (e.g., puts, calls, warrants, options)  Conversion of Exercise (Month/Day/Year)  Conversion of Exercise (Month/Day/Year)  A Deserved (e.g., puts, calls, warrants, options)  Conversion of Exercise (Month/Day/Year)  Conversion of Exercise (Month/Day/Year)  A Deserved (e.g., puts, calls, warrants, options)  Conversion of Exercise (Month/Day/Year)  Conversion of Exercise (Month	Source (First) (Middle) (Citate) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beautiful (Month/Day/Year)  Stock 11/01/2010 M 14,000 A Stock 11/01/2010 M 14,000 A Stock 11/01/2010 M 14,000 A Stock 11/01/2010 Stock 11/01/2010 M 14,000 A Stock 11/01/2010 M 15,000 Date (e.g., puts, calls, warrants, options, convertible security (Month/Day/Year)  Conversion Date (e.g., puts, calls, warrants, options, convertible security (Month/Day/Year)  Stock 11/01/2010 M 14,000 A Stock 11/01/2010 M 14,000 A Stock 11/01/2010 M 14,000 A Stock 11/01/2010 S 28,000 D  Stock 11/01/2010 S 3 28,000 D  Stock 11/01/2010 S 5 28,0	SAANN F  (First) (Middle) LIDATED EDISON, INC. C/O ARY G PLACE, ROOM 1618-5  DRK NY 10009  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial Place (Month/Day/Year)  1. A Deamed Execution Date of Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (O) (Instr. 3)  2. Transaction Date (Month/Day/Year)  Stock 11/01/2010 M 14,000 A \$43.72  Stock 11/01/2010 M 14,000 A \$46.88  Stock 11/01/2010 S S 28,000 D \$49.82¢  Stock 11/01/2010 S S C Securities Acquired, Disposed of, or Beneficial Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial Month/Day/Year)  Table II - Derivative Securities Acquired September Month/Day/Year)  Table II - Derivative Securities	Security (Instr. 3)    Consolidate   Consoli	CONSOLIDATED EDISON INC   ED   Collector   Collection   Collection	CONSOLIDATED EDISON INC. [ED]   Clock all applicable)   Clock all applicable	CONSOLIDATED EDISON INC   FD   Check all application   1964   North-Day/Year)   1964   North-D	CONSOLIDATED EDISON INC.   ED	

1. Represents the weighted average sale price of the shares of Consolidated Edison, Inc. (the "Company") common stock sold by the reporting person. The shares were sold in multiple transactions at prices ranging from \$49.72 to \$49.86, inclusive. The reporting person will provide the Company, any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the numbers of shares purchased at each separate price within the ranges set forth in this footnote (1) of this Form 4.

## Remarks:

Peter J. Barrett; Attorney-in-**Fact** 

11/03/2010

\*\* 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.

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