

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934  
(Amendment No. )

Filed by the Registrant [X]  
Filed by a Party other than the Registrant [ ]

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under Section 240.14a-12

CONSOLIDATED EDISON, INC.  
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- \$125 per Exchange Act Rules 0-11(c)(1)(ii), 14a-6(i)(1), 14a-6(i)(2) or Item 22(a)(2) of Schedule 14A.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

- 1) Title of each class of securities to which transaction applies:  
\_\_\_\_\_
- 2) Aggregate number of securities to which transaction applies:  
\_\_\_\_\_
- 3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):  
\_\_\_\_\_
- 4) Proposed maximum aggregate value of transaction:  
\_\_\_\_\_
- 5) Total fee paid:  
\_\_\_\_\_

- Fee paid previously by written preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- 1) Amount Previously Paid:  
\_\_\_\_\_
- 2) Form, Schedule or Registration Statement No.:  
\_\_\_\_\_
- 3) Filing Party:  
\_\_\_\_\_
- 4) Date Filed:  
\_\_\_\_\_

Reference is made to Consolidated Edison, Inc.'s Proxy Statement for its Annual Meeting of Shareholders to be held on May 17, 2004.

With respect to the standing committees of the Board (pages 9-11), be advised that Mr. Volk is no longer a member of the Corporate Governance and Nominating Committee.

With respect to the Company's Stock Purchase Plan, the approval of which is to be considered at the meeting (Proposal No. 3; pages 13-15), be advised that over the past eleven years an average of approximately 600,000 shares were issued per year under the plan. The Company has no reason to believe that the average number of shares to be issued each year under the Plan over the next ten years will differ materially from this average. The numbers of shares issued during the years 1993 through 2003 were as follows:

1993	-	540,127
1994	-	741,416
1995	-	709,927
1996	-	717,881
1997	-	650,194
1998	-	466,205
1999	-	536,028
2000	-	714,120
2001	-	609,901
2002	-	466,060
2003	-	584,953

Dated: May 3, 2004