Edgar Filing: CONSOLIDATED EDISON INC - Form 4

CONSOLID Form 4 May 17, 200	ATED EDISON	INC	Ū									
										OMB APPROVAL		
	STATES	S SECURITIES AND EXCHANGE C Washington, D.C. 20549				NGE C	OMMISSION	OMB Number:	3235-0287			
Check th if no long subject to Section 1 Form 4 c Form 5 obligatio may con <i>See</i> Instr 1(b).	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section of the Investment Company Act of 1940					burden hour response	Estimated average burden hours per					
(Print or Type]	Responses)											
1. Name and Address of Reporting Person 2. Issuer VOLK STEPHEN R Symbol				uer Name and Ticker or Trading l SOLIDATED EDISON INC				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) 3. Date of (Month/Da CITIGROUP, 388 GREENWICH 05/15/20 STREET				-				X_ Director 10% Owner Officer (give title Other (specify below) below)				
(Street) 4. If Amendment, Date Origin Filed(Month/Day/Year)				-	Applicable Line) _X_ Form filed by One R			ne Reporting Per				
NEW YOR	K, NY 10013							Person	ore than One Rej	porting		
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative S	Securi	ities Acq	uired, Disposed of,	, or Beneficiall	y Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			l of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	05/15/2006			Code V A	Amount 35.604	or (D) A	Price \$ 42.13	(Instr. 3 and 4) 20,156.364	D			
Common Stock	05/15/2006			А	1,500 (2)	А	<u>(2)</u>	21,656.364	D			

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

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
VOLK STEPHEN R CITIGROUP 388 GREENWICH STREET NEW YORK, NY 10013	Х							
Signatures								
Saddie L. Smith; Attorney-in-Fact	(5/17/2006						
**Signature of Reporting Person		Date						
Explanation of Responses:								
		-						

- * 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).
- (1) Deferred Stock Units acquired pursuant to a voluntary deferral of meeting fees in accordance with Consolidated Edison, Inc. (the "Company") Long Term Incentive Plan (the "Plan"). Each Stock Unit represents one share of the Company's Common Stock.
- (2) Deferred Stock Units granted pursuant to the Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.