
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of
The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 5, 2010

Consolidated Edison, Inc.

(Exact name of registrant as specified in its charter)

New York
(State or Other Jurisdiction
of Incorporation)

1-14514
(Commission
File Number)

13-3965100
(IRS Employer
Identification No.)

4 Irving Place, New York, New York
(Address of principal executive offices)

10003
(Zip Code)

Registrant's telephone number, including area code: (212) 460-4600

Consolidated Edison Company of New York, Inc.

(Exact name of registrant as specified in its charter)

New York
(State or Other Jurisdiction
of Incorporation)

1-1217
(Commission
File Number)

13-5009340
(IRS Employer
Identification No.)

4 Irving Place, New York, New York
(Address of principal executive offices)

10003
(Zip Code)

Registrant's telephone number, including area code: (212) 460-4600

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 2.02 Results of Operations and Financial Condition.

On August 5, 2010, Consolidated Edison, Inc. issued a press release reporting, among other things, its results of operations for the three months ended June 30, 2010. The press release is “furnished” as an exhibit to this report pursuant to Item 2.02 of Form 8-K.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit 99 Press release, dated August 5, 2010, furnished pursuant to Item 2.02 of Form 8-K.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, each registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CONSOLIDATED EDISON, INC.

CONSOLIDATED EDISON COMPANY OF NEW YORK, INC.

By /s/ Robert Muccilo

Robert Muccilo

Vice President and Controller

Date: August 11, 2010



Media Relations
212 460 4111 (24 hours)

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FOR IMMEDIATE RELEASE
August 5, 2010

Contact: Robert McGee
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CON EDISON REPORTS 2010 SECOND QUARTER EARNINGS

NEW YORK - Consolidated Edison, Inc. (Con Edison) [NYSE: ED] today reported net income for common stock for the second quarter of 2010 of \$183 million or \$0.65 a share compared with \$150 million or \$0.55 a share in 2009. Earnings from ongoing operations, which exclude the net mark-to-market effects of the competitive energy businesses, were \$144 million or \$0.51 a share in the second quarter of 2010 compared with \$131 million or \$0.48 a share in 2009.

For the first six months of 2010, net income for common stock was \$409 million or \$1.45 a share compared with \$330 million or \$1.20 a share in the first six months of 2009. Earnings from ongoing operations, which exclude the net mark-to-market effects of the competitive energy businesses, were \$408 million or \$1.45 a share in 2010 compared with \$346 million or \$1.26 a share in 2009.

“We continue to focus on providing safe and reliable energy service to our customers,” said Kevin Burke, the company’s Chairman, President and Chief Executive Officer. “Second quarter results reflect cost control at our utilities as well as stronger than forecasted performance at our competitive energy businesses.”

The following table is a reconciliation of Con Edison’s reported earnings per share to earnings per share from ongoing operations and reported net income to earnings from ongoing operations for the three and six months ended June 30, 2010 and 2009.

	Three Months Ended				Six Months Ended			
	Earnings per Share		Net Income (Millions of Dollars)		Earnings per Share		Net Income (Millions of Dollars)	
	2010	2009	2010	2009	2010	2009	2010	2009
Reported earnings per share and net income for common stock– GAAP basis (basic)	\$0.65	\$0.55	\$183	\$150	\$1.45	\$ 1.20	\$409	\$330
Less: Net mark-to-market effects of competitive energy businesses	0.14	0.07	39	19	—	(0.06)	1	(16)
Ongoing operations	<u>\$0.51</u>	<u>\$0.48</u>	<u>\$144</u>	<u>\$131</u>	<u>\$1.45</u>	<u>\$ 1.26</u>	<u>\$408</u>	<u>\$346</u>

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The company now expects its earnings for the year 2010 to be in the range of \$3.25 to \$3.45 per share. The company's previous forecast of 2010 earnings was in the range of \$3.10 to \$3.30 per share. The higher range reflects, among other things, stronger than forecasted financial performance at Consolidated Edison Company of New York, Inc. (CECONY), reflecting primarily savings in certain operating expenses through cost control efforts and stronger than forecasted financial performance at the competitive energy businesses. Earnings per share from ongoing operations exclude the net mark-to-market effects of the competitive energy businesses.

The results of operations for the three and six months ended June 30, 2010, as compared with the 2009 period, reflect changes in the rate plans of Con Edison's utility subsidiaries, including an increase in the allowed electric return on common equity for CECONY. The rate plans provide for additional revenues to cover expected increases in certain operations and maintenance expenses, depreciation and property taxes and interest charges. The results of operations include the operating results of the competitive energy businesses, including net mark-to-market effects.

The increases in operations and maintenance expenses reflect higher costs for pension and other post-retirement benefits, demand side management programs and regulatory assessments in the 2010 period, offset in part by savings in certain operating expenses through cost control efforts. Depreciation and property taxes were higher in the 2010 period reflecting primarily the impact from higher utility plant balances. Interest charges were higher for the six months ended June 30, 2010 period reflecting increased outstanding long-term debt.

The following table presents the estimated effect on earnings per share and net income for common stock for the 2010 period compared with the 2009 period, resulting from these and other major factors:

	Three Months Ended Variation 2010 vs. 2009		Six Months Ended Variation 2010 vs. 2009	
	Earnings per Share Variation	Net Income for Common Stock Variation (Millions of Dollars)	Earnings per Share Variation	Net Income for Common Stock Variation (Millions of Dollars)
CECONY (a)				
Rate plans, primarily to recover increases in certain costs	\$ 0.20	\$ 55	\$ 0.73	\$ 199
Operations and maintenance expense	(0.12)	(33)	(0.35)	(97)
Depreciation and property taxes	(0.09)	(26)	(0.25)	(70)
Net interest expense	0.02	5	(0.01)	(3)
Other (includes dilutive effect of new stock issuances)	(0.02)	(2)	0.01	16
Total CECONY	(0.01)	(1)	0.13	45
Orange and Rockland Utilities (O&R)	—	2	0.01	4
Competitive energy businesses				
Earnings excluding net mark-to-market effects	0.04	13	0.05	13
Net mark-to-market effects (b)	0.07	20	0.06	16
Total competitive energy businesses	0.11	33	0.11	29
Other, including parent company expenses	—	(1)	—	1
Total variation	\$ 0.10	\$ 33	\$ 0.25	\$ 79

- (a) Under the revenue decoupling mechanisms in CECONY's electric and gas rate plans and the weather-normalization clause applicable to the gas business, revenues are generally not affected by changes in delivery volumes from levels assumed when rates were approved. Under CECONY's rate plans, pension and other post-retirement costs and certain other costs are reconciled to amounts reflected in rates for such costs.
- (b) For the three months ended June 30, these variations reflect after-tax net mark-to-market gains of \$39 million or \$0.14 a share in 2010 and after-tax net mark-to-market gains of \$19 million or \$0.07 a share in 2009. For the six months ended June 30, the variations reflect after-tax net mark-to-market gains of \$1 million in 2010, and after-tax net mark-to-market losses of \$16 million or \$0.06 a share in 2009.

The earnings per share variations shown above include the dilutive effects (\$0.01 per share and \$0.04 per share, respectively, exclusive of offsetting benefits of avoided interest expense) of a higher weighted average number of common shares outstanding in the three and six months ended June 30, 2010. The weighted average number of common shares was 281 million shares and 274 million shares for the three months ended June 30, 2010 and 2009, respectively, and 282 million share and 274 million shares for the six months ended June 30, 2010 and 2009, respectively.

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The changes in the energy delivered by the company's utility subsidiaries, both for actual amounts and as adjusted for variations in weather and billing days, for the three and six months ended June 30, 2010, as compared with the 2009 period were as follows (expressed as a percentage of 2009 amounts):

	Second Quarter Variation 2010 vs. 2009		Six Months Variation 2010 vs. 2009	
	Actual	Adjusted	Actual	Adjusted
Con Edison of New York				
Electric	2.5	1.2	0.4	0.4
Firm – Gas	(11.9)	0.4	(3.0)	3.2
Steam	(5.9)	(1.5)	(5.3)	(0.4)
O&R				
Electric	6.4	0.4	1.9	(0.2)
Firm – Gas	(14.9)	(0.7)	(10.0)	(0.3)

Refer to the company's Second Quarter Form 10-Q, which is being filed with the Securities and Exchange Commission, for the consolidated balance sheets at June 30, 2010 and December 31, 2009 and the consolidated income statements for the three and six months ended June 30, 2010 and 2009. Additional information related to utility sales and revenues is available at www.conedison.com (select "Shareholder Services" and then select "Press Releases").

This press release contains forward-looking statements that reflect expectations and not facts. Actual results may differ materially from those expectations because of factors such as those identified in reports the company has filed with the Securities and Exchange Commission.

This press release also contains a financial measure, earnings from ongoing operations. This non-GAAP measure should not be considered as an alternative to net income, which is an indicator of operating performance determined in accordance with GAAP. Management uses this non-GAAP measure to facilitate the analysis of the company's ongoing performance as compared to its internal budgets and previously reported financial results. Management believes that this non-GAAP measure is also useful and meaningful to investors.

Consolidated Edison, Inc. is one of the nation's largest investor-owned energy companies, with approximately \$13 billion in annual revenues and \$34 billion in assets. The company provides a wide range of energy-related products and services to its customers through the following subsidiaries: Consolidated Edison Company of New York, Inc., a regulated utility providing electric, gas, and steam service in New York City and Westchester County, New York; Orange and Rockland Utilities, Inc., a regulated utility serving customers in a 1,350 square mile area in southeastern New York state and adjacent sections of northern New Jersey and northeastern Pennsylvania; Consolidated Edison Solutions, Inc., a retail energy supply and services company; Consolidated Edison Energy, Inc., a wholesale energy supply company; and Consolidated Edison Development, Inc., a company that participates in infrastructure projects.

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