



Forward-Looking Statements

This presentation includes certain forward-looking statements intended to qualify for safe-harbor provisions of the Federal securities laws. Forward-looking statements are statements of future expectation and not facts. Words such as "expects," "estimates," "anticipates," "intends," "believes," "plans," "will" and similar expressions identify forward-looking statements. Forward-looking statements are based on information available at the time the statements are made, and accordingly speak only as of that time. Actual results might differ materially from those included in the forward-looking statements because of various factors including, but not limited to, those discussed in reports the company has filed with the Securities and Exchange Commission.

Non-GAAP Financial Measure

This presentation contains a financial measure, earnings from ongoing operations, not determined in accordance with Generally Accepted Accounting Principles (GAAP). Earnings from ongoing operations should not be considered as an alternative to net income. Management uses this non-GAAP measure to facilitate the analysis of the company's ongoing performance and believes that this non-GAAP measure also is useful and meaningful to investors. A reconciliation of this non-GAAP measure to earnings determined in accordance with GAAP is included as a part of this presentation.

For more information, contact: Jan Childress, Director, Investor Relations

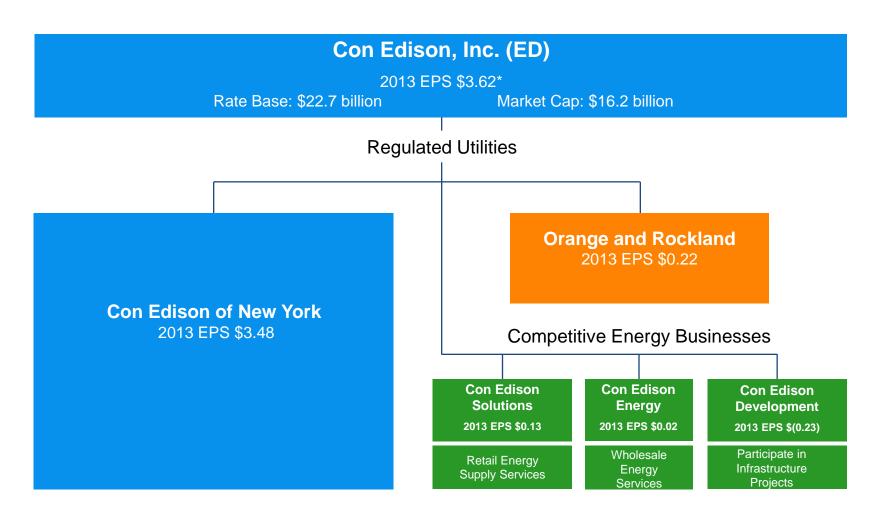
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www.conEdison.com





Regulated Transmission and Distribution Focused



^{*}Earnings include after-tax net mark-to-market gain of \$0.14, and an after-tax LILO loss of \$(0.32).

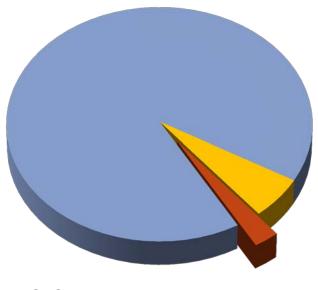




Regulated Energy Delivery Dominates Con Edison's Business Mix

(for the twelve months ended December 31, 2013)

Share by Segment of Earnings Per Share from Ongoing Operations



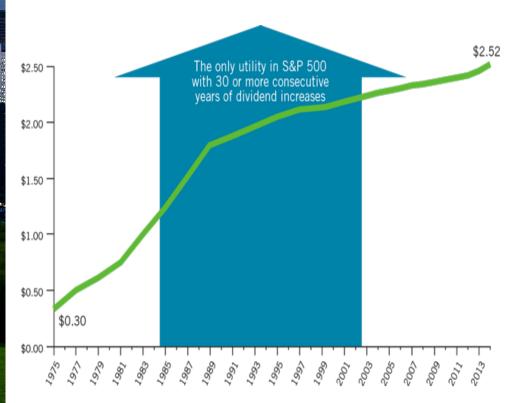
- ■CECONY 91%
- Orange & Rockland 6%
- Competitive Energy Businesses 3%



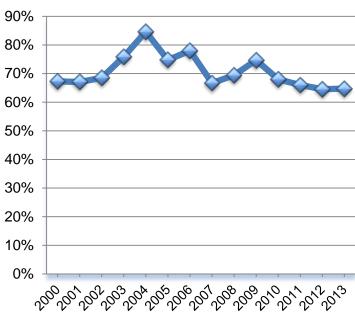


A Compelling Dividend Record: 40 Consecutive Years of Dividend Increases

Annualized Dividend 1975 - 2014



Dividend Payout Ratio



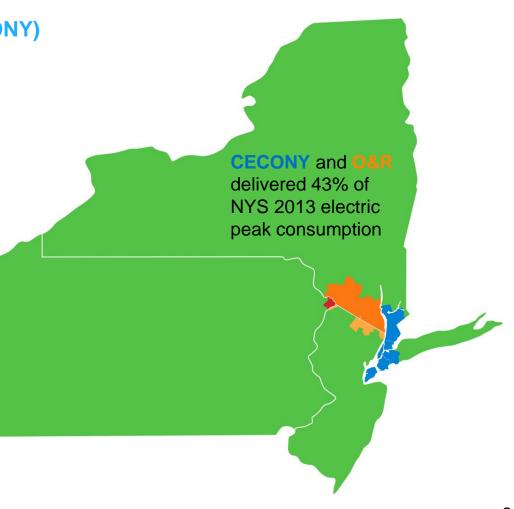
Regulated Utilities are the Core of Con Edison, Inc.

Con Edison of New York (CECONY)

- 3.4 million electric customers
- 1.1 million gas customers
- 1,703 steam customers
- 702 MW of regulated generation
- Delivered 40% of NYS 2013 electric peak consumption

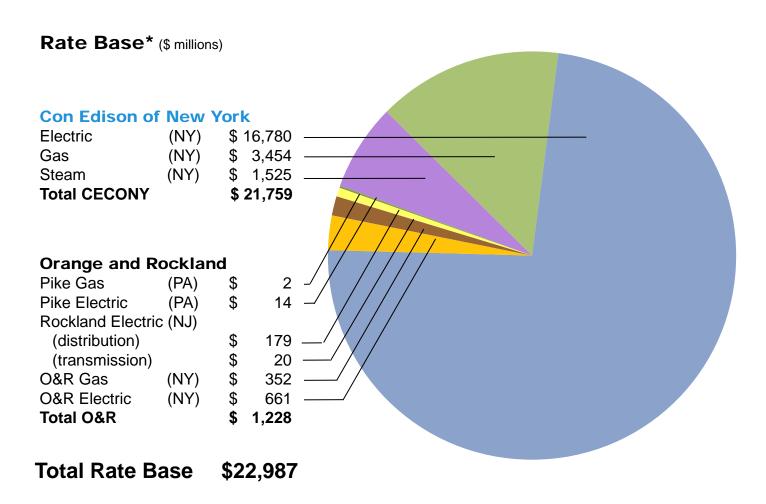
Orange and Rockland (O&R)

- 0.3 million electric customers
- 0.1 million gas customers
- Delivered 3.4% of NYS 2013 electric peak consumption



Composition of Rate Base

(as of March 31, 2014)

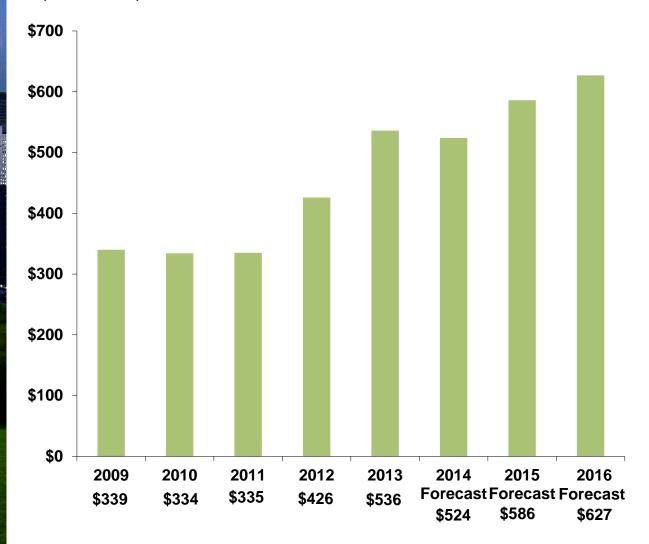


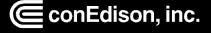
^{*} Average rate base for 12 months ending 3/31/2014.





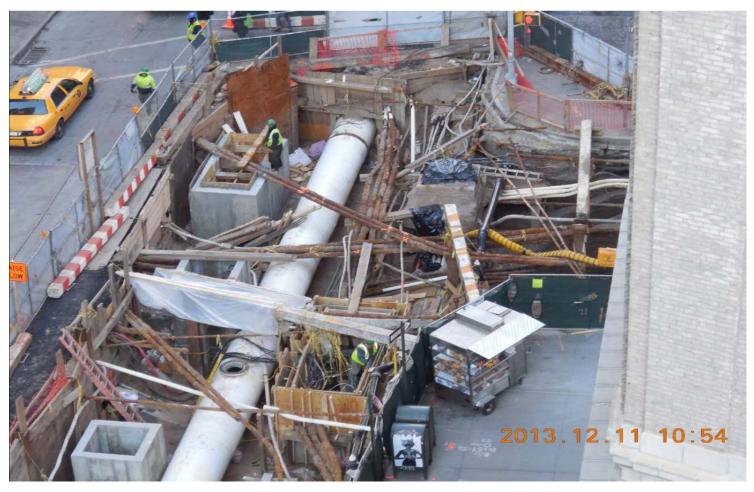
Gas Distribution Infrastructure Investment (\$ millions)







Municipal Infrastructure Support: Manhattan's Underground Congestion



City of New York water main installation at Hudson and Franklin Streets in Downtown Manhattan

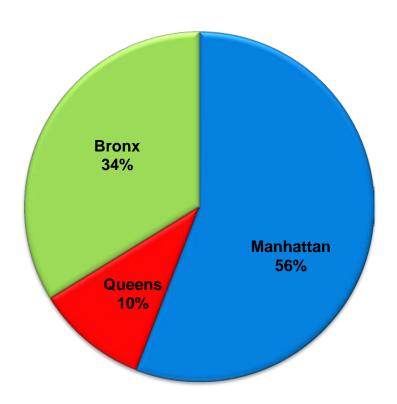
5-Year Annualized Growth Rates in Peak Usage

CECONY	5-Year Historical 2002-2007 (Pre-Recession)	Current 5-Year Forecast (2013-2018)
Electric	1.8%	1.4%
Gas	1.0%	3.8%
Steam	(0.8)%	(0.6)%
O&R		
Electric	2.6%	0.9%
Gas	(0.8)%	0.7%

New York City Clean Air Initiatives and Low Natural Gas Prices **Spur Oil-to-Gas Conversions**

- Phase out of #6 heating oil by 2015 in NYC
- Phase out of #4 heating oil by 2030 in NYC
- Identified approximately 7,000 potential #4 and #6 oil conversions within Con Edison gas service area in NYC*
- Identified another 14,000 potential #2 oil conversions within Con Edison gas service area in NYC*

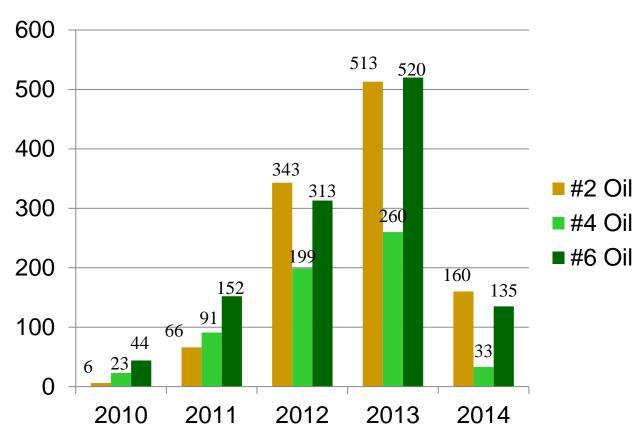
Breakdown of #4 and #6 Oil Users Within CECONY's Service Area*



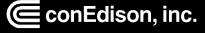
^{*}As of December 2010

Annual Multi-Family and Commercial Oil-to-Gas Conversions by Oil Type*

Number of gas service installations



^{*} Multi-family buildings include 5 or more families. Number 2 oil conversions include oil burners rated 350,000 BTUs or higher.



Cost Mitigation Strategy - Area Growth Approach

Our area approach overcomes significant challenges of traditional infrastructure expansion

Traditional

- We connect customers on an individual basis
- Revenues and costs of each customer are analyzed independently
- Construction is scheduled individually

Area Growth Approach

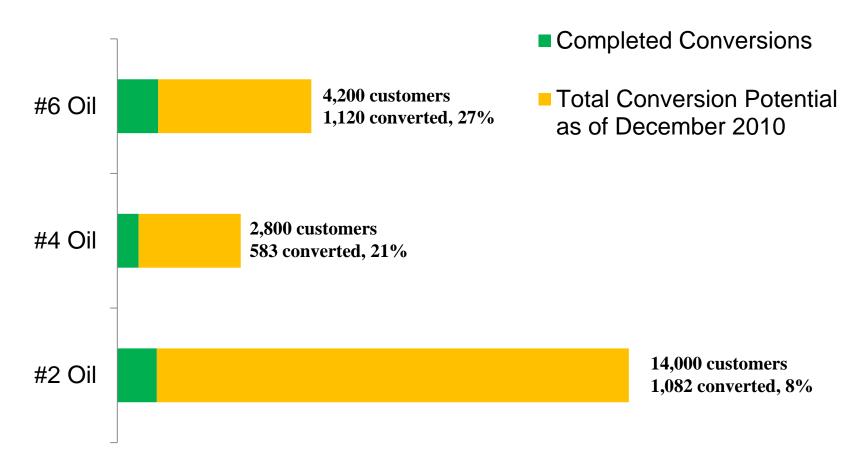
- We focus connections and work by area
- Revenues and costs are analyzed by area as a whole
- Construction is scheduled by area





Market for Multi-Family and Commercial Oil-to-Gas Conversions by Oil Type*

January 2011 to March 2014

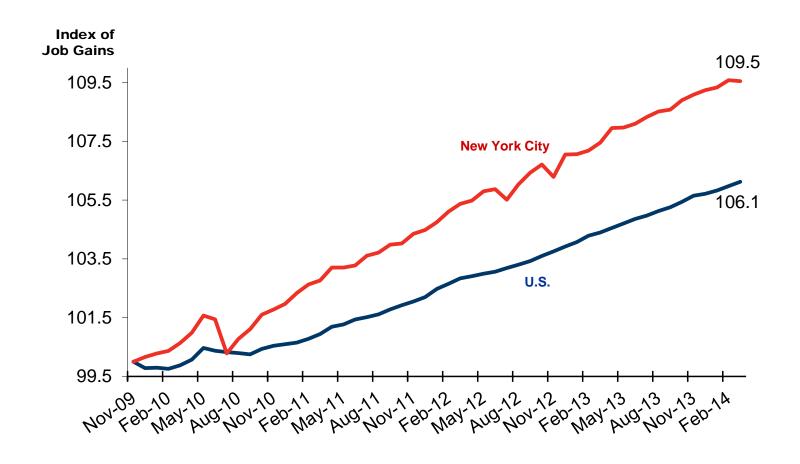


^{*} Multi-family buildings include 5 or more families. Number 2 oil conversions include oil burners rated 350,000 BTUs or higher





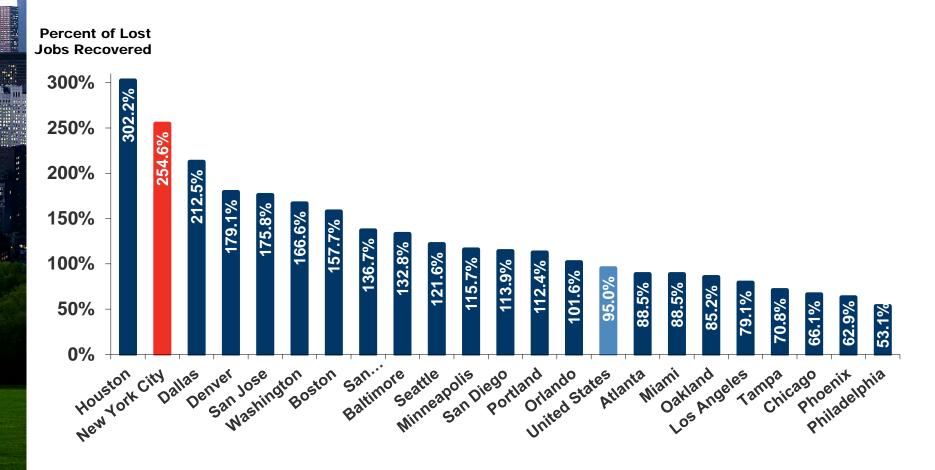
Index of Employment Growth Since November 2009 - New York City v. U.S.



Source: Cushman & Wakefield



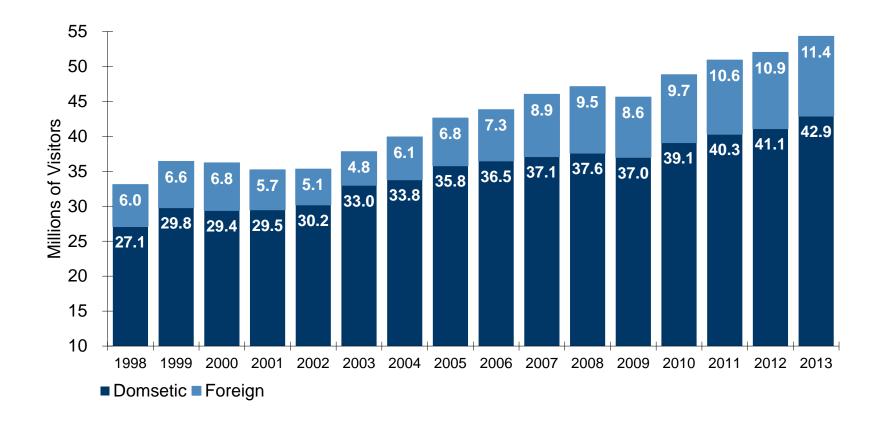
NYC Ranks 2nd Among Major U.S. Cities in Jobs Recovered as a Percent of Jobs Lost Since Trough Employment Recovery Through March 2014



Source: Cushman & Wakefield



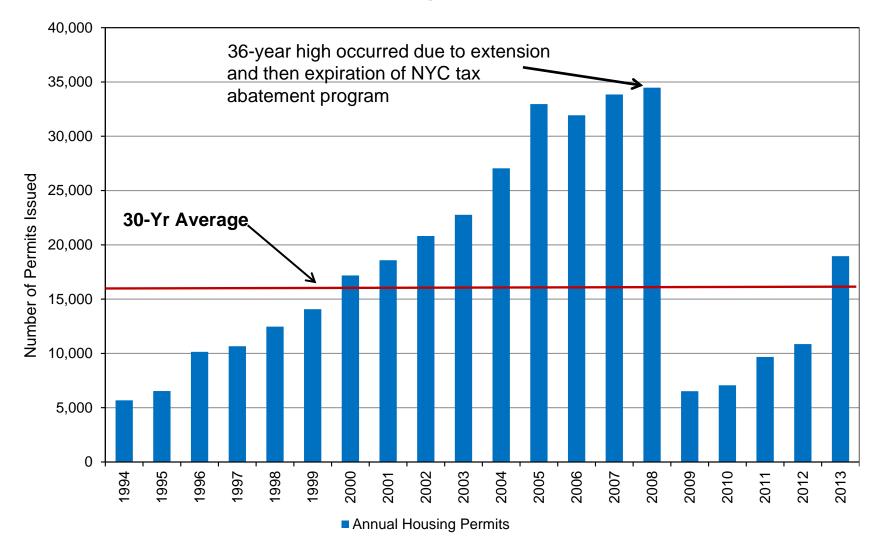
New York City's Record-Breaking Tourism



Source: Cushman & Wakefield



CECONY Residential Building Permits Are On the Rise

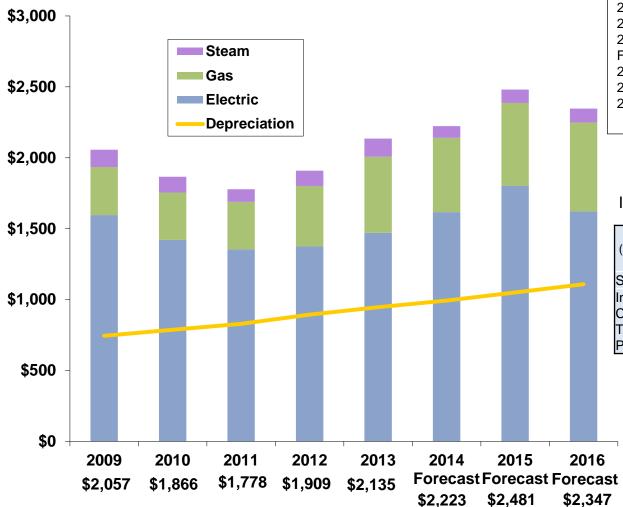


Source: Bernstein Research, Consolidated Edison Company of New York





Con Edison of New York Infrastructure Investment (\$ millions)



	Electric	Gas	Steam	Depreciation
Actual				-
2008	1,743	338	121	672
2009	1,596	339	122	744
2010	1,421	334	111	787
2011	1,354	335	89	829
2012	1,375	426	108	894
2013	1,471	536	128	946
Foreca	ast			
2014	1,617	524	82	993
2015	1,801	586	94	1,050
2016	1,622	627	98	1,108

Includes:

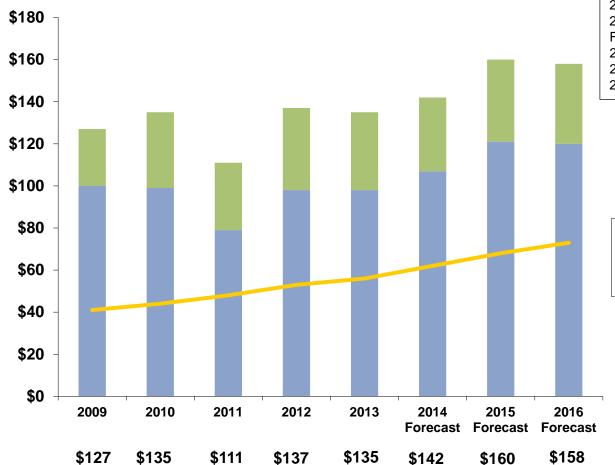
(\$ millions)	2014 Forecast		2016 Forecast
Storm Hardening	\$ 212	\$ 345	\$ 379
Indian Point Contingency Transmission Projects	129	194	46

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Orange and Rockland

Infrastructure Investment

(\$ millions)



	Electric	Gas D	epreciation
Actual			
2009	85	42	42
2010	99	36	44
2011	79	32	48
2012	98	39	53
2013	98	37	56
Foreca	ast		
2014	107	35	62
2015	121	39	68
2016	120	38	73

Gas

Electric

Depreciation

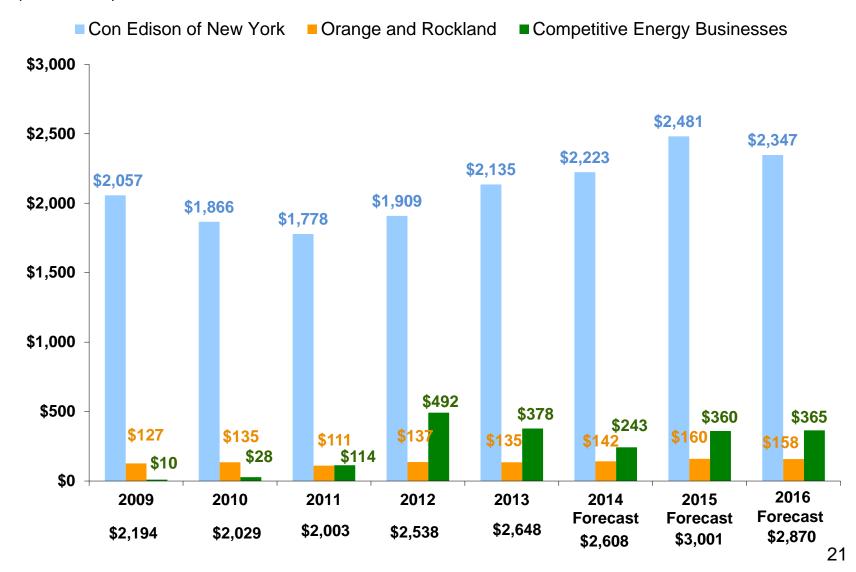


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Capital Expenditures

(\$ millions)





Capital Structure — March 31, 2014 (\$ millions)

	Con Edison, Inc. A3 / BBB+ / BBB+					
De	ebt	\$11,623	48%			
Eq	quity	12,426	52			
То	otal	\$24,049	100%			

Con Edison of New York A2 / A- / A-							
Debt	\$10,491	49%					
Equity	11,004	51					
Total	\$21,495	100%					

Orange and Rockland A3 / A- / A-								
Debt	\$603	49%						
Equity	633	51						
Total	\$1,236	100%						

Competitive and Parent								
Debt	\$529	40%						
Equity	789	60						
Total	\$1,318	100%						

Amounts shown exclude notes payable and include the current portion of long-term debt; Senior unsecured credit ratings shown in order of Moody's / S&P /Fitch.

Summary of Rate Plans

Con Edison Company of NY

- Electric: 2-year plan through December 2015; 9.2% ROE
- Gas: 3-year plan through December 2016; 9.3% ROE
- Steam: 3-year plan through December 2016; 9.3% ROE

Orange & Rockland

- O&R Electric: 3-year plan through June 2015; 9.6% ROE in final year
- O&R Gas: 3-year plan through October 2012; 10.4% ROE
- Pending rate proceedings:
 - Rockland Electric
 - Pike Electric and Gas





NYS Public Service Commission - Reforming the Energy Vision Proceeding

April 24, 2014 proceeding initiated to:

Focus on clean and energy efficiency technologies

 improve system efficiency, empower customer choice, and encourage greater penetration of clean generation and energy efficiency technologies and practices;

Establish Distributed System Platform Providers

examine how existing practices should be modified to establish Distributed System
Platform Providers, actively managing and coordinating distributed energy resources
and providing a market enabling customers to optimize their energy priorities,
provide system benefits, and be compensated for providing such system benefits;
and

Modify NYS regulatory practices

 examine how the NYSPSC's regulatory practices should be modified to incent utility practices that best promote the NYSPSC's policies and objectives, including the promotion of energy efficiency, renewable energy, least cost energy supply, fuel diversity, system adequacy and reliability, demand elasticity, and customer empowerment.





NYS Public Service Commission – Reforming the Energy Vision Proceeding

Goals and Timetables

- Reach generic policy determinations with respect to Distributed System Platform Providers and related issues
 - May 12, 2014 initial meeting of collaborative
 - May 22, 2014 public symposium will address both tracks
 - July 10, 2014 Staff status report
 - End of 2014 generic PSC policy determination
- Reach generic policy determinations on regulatory design and ratemaking issues
 - Mid-July 2014 Staff straw proposal
 - September 4, 2014 Staff status report
 - First quarter 2015 generic PSC policy determination





Consolidated Edison, Inc. Investment Thesis

- The largest of the few publicly-traded, T&D-focused utility companies
 - Limited commodity exposure
- Reduced regulatory lag
 - Forward-looking test years
 - Timely recovery of most fuel and commodity costs
 - Revenue decoupling mechanism in NY (electric and gas)
 - Adjustment mechanisms for several major uncontrollable expenses (e.g. pension)
- Significant dividend record
 - 40 consecutive years of dividend increases; 3rd longest in electric utility industry
 - 4.5% yield is 3rd highest among S&P 500 Dividend Aristocrats
- Ability to invest for customer benefit
 - Majority of investment is replacement and upgrade of existing assets
 - Growth opportunity through increased natural-gas conversions
 - Targeted energy efficiency and demand side management
 - Strong, stable balance sheet and conservatively managed liquidity





2014 Financing Needs

- Capital expenditure of \$2,608 million (CECONY \$2,223 million, O&R \$142 million, CEB \$243 million)
- Plan for 2014: Issue between \$1.5 to \$2.0 billion of long-term debt, primarily at CECONY
- Activity so far: In March, CECONY issued \$850 million of 30-year debentures with a 4.45% coupon
- No equity issuance

Schedule of Debt Maturities

(\$ millions)	2014	2014 2015		2016		2017		2018	
Con Edison, Inc. – parent company	\$ 2	\$	2	\$ 2	\$	2	\$	2	
Con Edison of New York	475		350	650		-		1,200	
Orange and Rockland	3		143	79		4		58	
Competitive energy businesses	5		5	5		6		6	
Total	\$ 485	\$	500	\$ 736	\$	12	\$	1,266	

2014

- CECONY \$200 million debenture matured in February, 4.7%
- CECONY \$275 million debenture maturing in April, 5.55%

2015

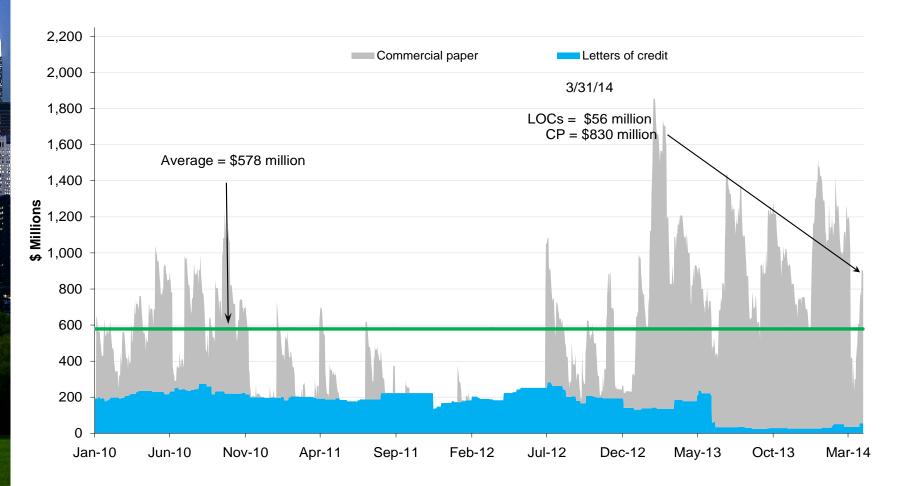
- CECONY \$350 million debenture maturing in December, 5.375%
- O&R \$40 million debenture maturing in April, 5.3%
- O&R \$55 million debenture maturing in August, 2.5%
- O&R \$44 million debenture maturing in August, variable rate





Liquidity Adequacy

\$2,250 million CEI Consolidated revolving credit facility







Reconciliation of 1st Quarter 2014 and 1st Quarter 2013 Earnings Per Share

3 months ending March 31, 2014	CECONY	O&R	Con Edison Development	Con Edison Energy	Con Edison Solutions	Parent	Total
Reported EPS – GAAP basis	\$1.14	\$0.07	\$0.02	\$0.02	\$(0.01)	\$(0.01)	\$1.23
Mark-to-Market losses/(gains)	-	-	-	-	(0.04)	-	(0.04)
Lease In/Lease Out transactions	-	-	(0.02)	-	-	-	(0.02)
Ongoing operations	\$1.14	\$0.07	\$-	\$0.02	\$(0.05)	\$(0.01)	\$1.17

3 months ending March 31, 2013	CECONY	O&R	Con Edison Development	Con Edison Energy	Con Edison Solutions	Parent	Total
Reported EPS – GAAP basis	\$0.95	\$0.10	\$(0.45)	\$ -	\$0.07	\$(0.01)	\$0.66
Mark-to-Market losses/(gains)	-	-	-	-	(0.09)	-	(0.09)
Lease In/Lease Out transactions	-	-	0.51	-	-	-	0.51
Ongoing operations	\$0.95	\$0.10	\$0.06	\$-	\$(0.02)	\$(0.01)	\$1.08

Reconciliation of 2013 and 2012 Earnings Per Share

2013	CECONY	O&R	Con Edison Development	Con Edison Energy	Con Edison Solutions	Parent	Total
Reported EPS – GAAP basis	\$3.48	\$0.22	\$(0.23)	\$0.02	\$0.13	\$-	\$3.62
Mark-to-Market losses/(gains)	-	-	-	-	(0.14)	-	(0.14)
Lease In/Lease Out transactions	-	-	0.32	-	-	-	0.32
Ongoing operations	\$3.48	\$0.22	\$0.09	\$0.02	\$(0.01)	\$-	\$3.80
2012	CECONY	O&R	Con Edison Development	Con Edison Energy	Con Edison Solutions	Parent	Total
Reported EPS – GAAP basis	\$3.46	\$0.22	\$0.02	\$-	\$0.24	\$(0.06)	\$3.88
Mark-to-Market losses/(gains)	-	-	-	0.01	(0.14)	-	(0.13)
Ongoing operations	\$3.46	\$0.22	\$0.02	\$0.01	\$0.10	\$(0.06)	\$3.75



Rates of Return and Equity Ratio

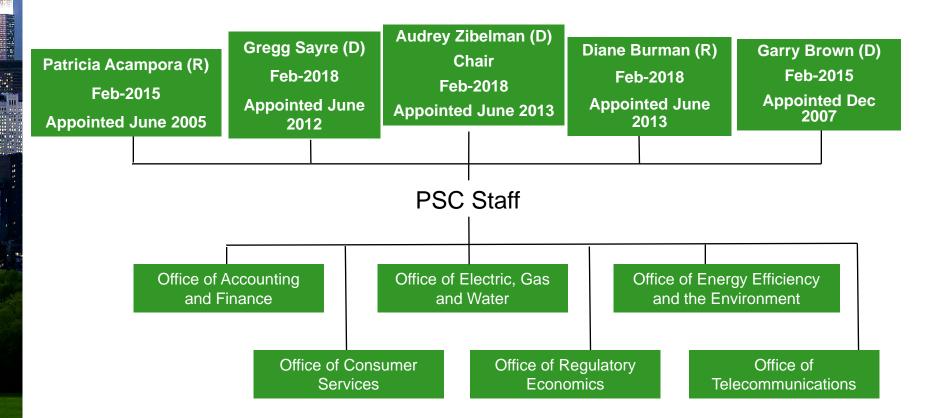
(for twelve months ended March 31, 2014)

Regulate Allowed		and LILO impact)		
Allowed				
Allowed	Actual			
9.2%	9.0%			
9.3%	9.6%			
9.3%	13.5%			
9.2%*	9.4%	10.1%		
48.0%	51.9%			
9.5%	9.1%			
10.4%	9.0%			
10.3%	6.6%			
9.8%*	8.6%	9.3%		
48.0%	51.4%			
Competitive Energy Businesses 1.49				
		9.5%		
	9.3% 9.3% 9.2%* 48.0% 9.5% 10.4% 10.3% 9.8%* 48.0%	9.3% 9.6% 9.3% 13.5% 9.2%* 9.4% 48.0% 51.9% 9.5% 9.1% 10.4% 9.0% 10.3% 6.6% 9.8%* 8.6% 48.0% 51.4%		

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New York Public Service Commission (NY PSC)

Commissioners



- Annual budget: \$80 million; Staffing: 460 employees
- Regulates: Electric (7 companies), Gas (10), Water (300), Telecom (5), Cable (30)



Features of New York Regulation

- Forward-looking test year for expenses and rate base
- True-ups for major expenses:
 - Fuel and power cost recovery (most)
 - Pensions and Other Post-employment Benefits
 - Property taxes (partial)
 - Environmental clean-up costs
- Revenue decoupling
- Performance penalties
- Formulaic approach to setting ROE's



Summary of Rate Plans

Effective			Amortization To Income of Net Regulatory	Authorized Return on Equity
Period	Rate Changes	Rate Base	(Assets) and Liabilities	(ROE) ^(a)
	(Millions	of Dollars, except per	centages)	
CECONY- Electric (b)				
January 2014 -	Yr. 1 - \$(76.2)	Yr. 1 - \$17,323	\$(37) over 2 yrs.	9.2%
December 2015	Yr. 2 - \$124	Yr. 2 - \$18,113	*(- / / -	
CECONY – Gas (b)	·	. ,		
January 2014 -	Yr. 1 - \$(54.6)	Yr. 1 - \$3,521	\$4 over 3 yrs.	9.3%
December 2016	Yr. 2 - \$38.6	Yr. 2 - \$3,863		
	Yr. 3 - \$56.8	Yr. 3 - \$4,236		
CECONY - Steam (b)				
January 2014 -	Yr. 1 - \$(22.4)	Yr. 1 - \$1,511	\$37 over 3 yrs.	9.3%
December 2016	Yr. 2 - \$19.8	Yr. 2 - \$1,547	·	
	Yr. 3 - \$20.3	Yr. 3 - \$1,604		
O&R – Electric (NY)				
July 2012 -	Yr. 1 - \$19.4	Yr. 1 - \$671	\$(32) over 3 yrs.	Yr. 1 - 9.4%
June 2015	Yr. 2 - \$8.8	Yr. 2 - \$708		Yr. 2 - 9.5%
	Yr. 3 - \$15.2	Yr. 3 - \$759		Yr. 3 - 9.6%
O&R - Gas (NY)				
November 2009 -	Yr. 1 - \$9.0	Yr. 1 - \$280	\$(2) over 3 yrs.	10.4%
October 2012	Yr. 2 - \$9.0	Yr. 2 - \$296	· •	
	Yr. 3 - \$4.6 ^(c)	Yr. 3 - \$309		

⁽a) Most of any actual earnings above specified annual returns on equity are to be applied to reduce regulatory assets.





⁽b) The impact of these base rate changes is being deferred, which will result in regulatory liabilities at December 31, 2015 of \$30 million for electric and at December 31,2016 of \$32 million and \$8 million for gas and steam, respectively. Pursuant to NYSPSC orders, a portion of the company's revenues is being collected subject to refund.

⁽c) The rate plan provided for a one-time surcharge of \$4.3 million in Year 3.

NY PSC's Formulaic Approach to ROE

Recent Rate Decisions in New York

Date	Company	ROE	Term
09/06	CECONY Steam	9.80%	2 years
10/06	O&R Gas	9.80%	3 years
08/07	Keyspan Gas	9.80%	5 years
09/07	CECONY Gas	9.70%	3 years
10/07	O&R Electric	9.10%	1 year
12/07	National Fuel Gas	9.10%	1 year
03/08	CECONY Electric	9.10%	1 year
06/08	O&R Electric	9.40%	3 years
09/08	CECONY Steam	9.30%	2 years
04/09	CECONY Electric	10.00%	1 year
05/09	Niagara Mohawk Gas	10.20%	2 years
06/09	Central Hudson	10.00%	1 year
09/09	Corning Gas	10.70%	2 years
10/09	O&R Gas	10.40%	3 years
03/10	CECONY Electric	10.15%	3 years
06/10	Central Hudson	10.00%	3 years
09/10	CECONY Gas	9.60%	3 years

Date	Company	ROE	Term
09/10	CECONY Steam	9.60%	3 years
09/10	Energy East (RGE/NYSEG)	10.00%	40 months
06/11	Niagara Mohawk Electric	9.30%	2 years
06/11	O&R Electric	9.20%	1 year
04/12	Corning Gas	9.50%	3 years
06/12	O&R Electric	9.40%	1st year
		9.50%	2 nd year
		9.60%	3 rd year
04/13	Niagara Mohawk Electric & Gas	9.30%	3 years
06/13	Keyspan Gas	9.40%	2 years
12/13	National Fuel Gas Joint Proposal	9.10%	2 years
02/14	CECONY Electric	9.20%	2 years
02/14	CECONY Gas and Steam	9.30%	3 years

Rate of return on equity



2/3 Discounted Cash Flow model +

1/3 Capital Asset Pricing model

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NY PSC Staff's Discounted Cash Flow Model

The Staff employs a dividend discount model.

Value =
$$\frac{D_1}{(1+R)} + \frac{D_2}{(1+R)^2} + \frac{D_3}{(1+R)^3} + \dots$$

- Solving for an equity return, R, where:
 - D_1 through D_4 = Value Line estimates
 - − D_5 through D_∞ = Value Line estimates based on future earnings retention and share growth
 - Value = average of prior three monthly high and low proxy group stock prices



NY PSC Staff's Capital Asset Pricing Model

Staff solves for an equity return, R

$$R = R_{UST} + (R_{MKT} - R_{UST})^*\beta$$

- Where:
 - R_{UST} is the risk-free return: average of prior three monthly yields for 10-year and 30-year Treasuries
 - R_{MKT} is the market rate of return: BofA Merrill Lynch's monthly Quantitative Profiles report (three month average)
 - β is the risk of the individual share relative to that of the market: Value
 Line estimate for peer group

Rate Base Actual and Approved

Average rate base for 12 months (\$ billions)

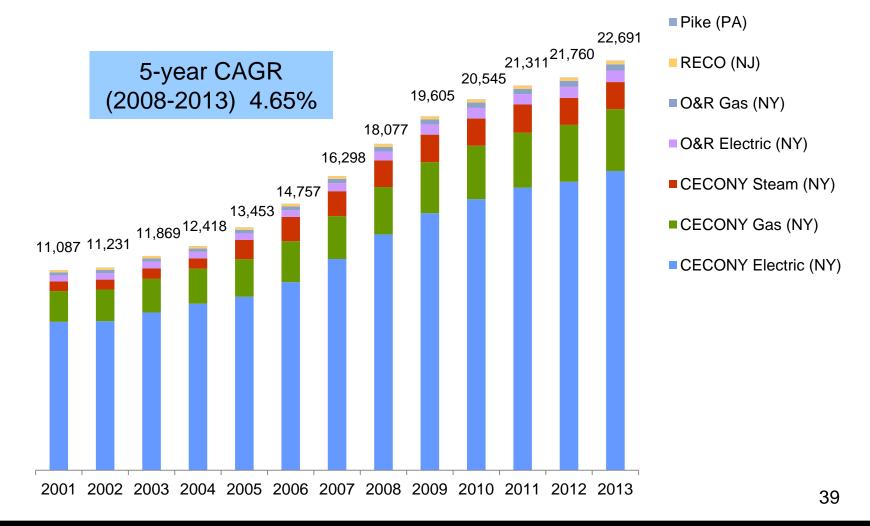


^{*} Actual; ** There is no Electric rate base projection for 2016. Current CECONY Electric rate case runs through 12/2015; CECONY Gas and Steam have rates set through 12/2016.



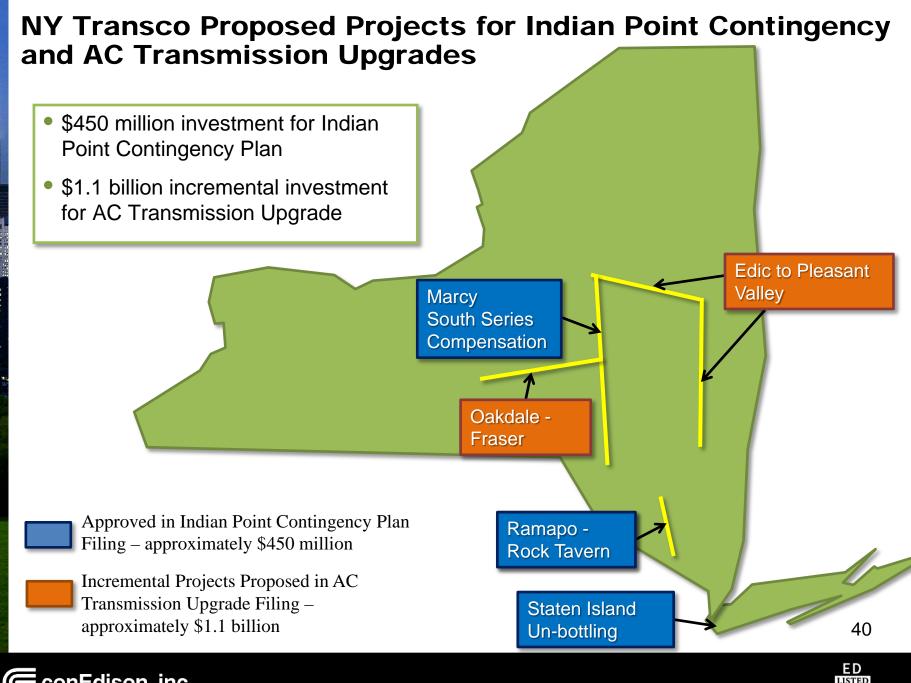


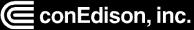
Consolidated Edison, Inc. Rate Base Growth (\$ millions)











NY Public Service Commission Response to NY Energy Highway Blueprint: Indian Point Contingency

Proceeding soliciting Indian Point Contingency Plan (12-E-0503)

- The plan included two parallel solution paths: a) Transmission Owner Transmission Solutions (TOTS) - three transmission projects (NY Transco projects) and b) an RFP process initiated by NYPA to consider generation and/or transmission alternatives proposed by developers
- In November 2013, the PSC made the following decisions:
 - Approved construction of the TOTS projects: Ramapo-Rock Tavern, Staten Island
 Unbottling and Marcy South Series Compensation. The PSC supports FERC tariff cost
 recovery and cost allocation methodology proposed by NY Transco for the projects. Total
 cost of the TOTS projects is approximately \$450 million, of which \$371 million is for current
 CECONY projects (Ramapo-Rock Tavern and Staten Island Unbottling)
 - Approved investment in demand response and energy efficiency programs to achieve 100 MW of demand reduction, plus a 25 MW of Combined Heat and Power (CHP) program
 - Decided to defer a decision on the NYPA RFP because of future market changes that could encourage market solutions including return to service of mothballed/retired generation
- The expected in-service date for approved TOTS projects and demand management programs is prior to summer 2016



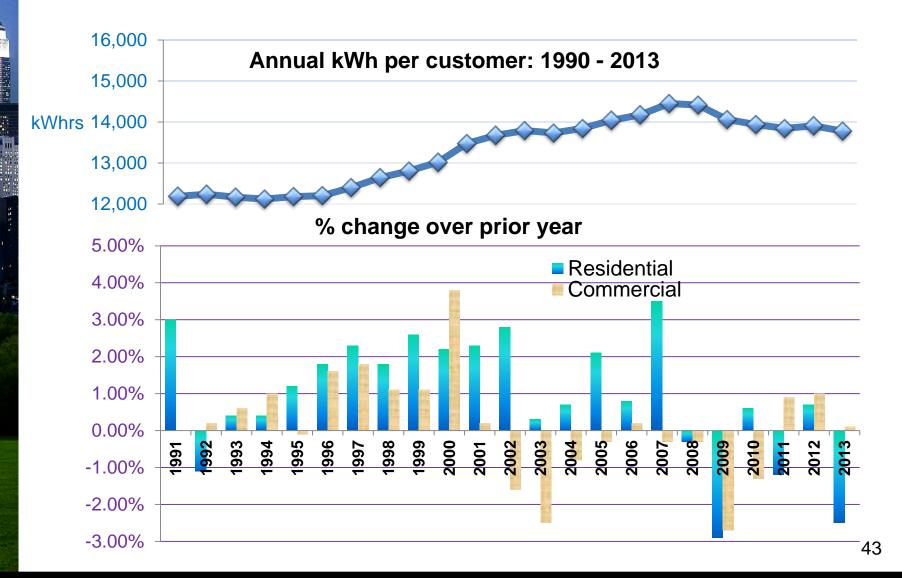


NY Public Service Commission Response to NY Energy Highway Blueprint: New & Upgraded AC Transmission

Proceeding to examine proposals for AC transmission upgrades to address congestion on the transmission system between Utica and NYC (12-T-0502)

- Transmission projects proposed by NY Transco, NextEra, Boundless Energy and North American Transmission Corp.
- NY Transco filed a statement of intent proposing to build four projects valued at \$1.3 billion. Expected in-service time is between 2016 and 2019. For more information visit http://www.nytransco.com/
- PSC is conducting a single Article VII process to consider the proposed projects.
 NYTOs submitted initial application materials for the projects on October 1, 2013
- The ALJ postponed the current schedule. At its meeting on February 20, 2014 the PSC directed the ALJ to establish a process by which competing developers in the initiative could submit new or modified proposals that would require, no, or minimal, expansion of existing rights-of-way

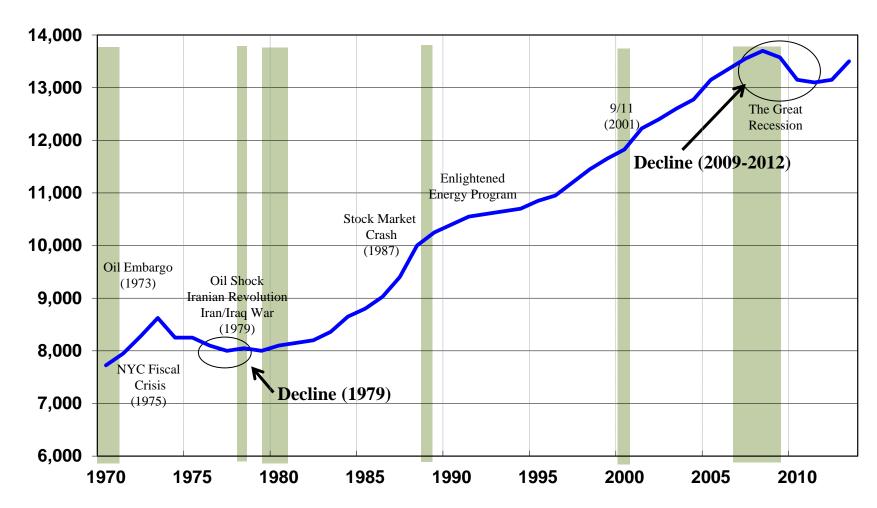
Average Normalized Electricity Use per Customer







Historical Electricity Peak Demand*





*Design Weather Conditions



Con Edison Development Solar Investment Portfolio

Drainat	Locatio	MANA/ (A C) I	DDA Officien	DDA Torm	SREC Term	Actual / Expected
Project	n	IVIVV (AC) I	PPA Offtaker	PPA Term	SKEC Term	In-service Date
Operating - Projects > 3MW						
Pilesgrove	NJ	9	N/A	N/A	3 years	3Q11
Flemington	NJ	8	N/A	N/A	3 years	4Q11
Frenchtown II	NJ	3	N/A	N/A	3 years	4Q11
Frenchtown I	NJ	3	N/A	N/A	3 years	1Q12
PA Solar	PA	10	N/A	N/A	5 years	4Q12
Shrewsbury	MA	3	Customer	20 years	5 years	4Q12
Groveland	MA	3	Customer	20 years	5 years	4Q12
Alpaugh 50	CA	50	PG&E	25 years	part of PPA	4Q12*
Alpaugh North	CA	20	PG&E	25 years	part of PPA	4Q12*
White River 1	CA	20	PG&E	25 years	part of PPA	2Q13*
Corcoran 1	CA	20	PG&E	25 years	part of PPA	3Q13*
Mesquite Solar 1	AZ	83	PG&E	20 years	part of PPA	3Q13**
Copper Mountain Solar 2 Phase 1	NV	46	PG&E	25 years	part of PPA	3Q13**
Frenchtown III	NJ	8	N/A	N/A	3 years	4Q13
Projects of Less Than 3 MW		14				
Total MW Operating		300				
Construction/Development						
White River 2	CA	20	PG&E	20 years	part of PPA	3Q14
Copper Mountain Solar 3 Phase 1 and 2	NV	125	LADWP	20 years	part of PPA	4Q14/2015
Copper Mountain Solar 2 Phase 2	NV	29	PG&E	25 years	part of PPA	2015
Total MW		474				

^{*}Pending transaction. Once the transaction closes, CED will own 50% of each project. **Time of acquisition.





Con Edison Solutions

Retail Electric Commodity Sales Volumes by Region

