

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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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* <u>OATES JOSEPH P</u> (Last) (First) (Middle) <u>CONSOLIDATED EDISON, INC.</u> <u>4 IRVING PLACE, ROOM 1618-S</u> (Street) <u>NEW YORK NY 10009</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>04/01/2004</u>	3. Issuer Name and Ticker or Trading Symbol <u>CONSOLIDATED EDISON INC [ED]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Vice President & Treasurer</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Stock`</u>	<u>54.9655</u>	<u>D</u>	

Table II - Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>EIP Stock</u>	<u>01/01/2007</u>	<u>01/02/2007</u>	<u>Common Stock</u>	<u>513.752</u>	<u>(1)</u>	<u>D</u>	
<u>EIP Stock</u>	<u>01/01/2008</u>	<u>01/02/2008</u>	<u>Common Stock</u>	<u>496.909</u>	<u>(1)</u>	<u>D</u>	
<u>EIP Stock</u>	<u>01/01/2009</u>	<u>01/02/2009</u>	<u>Common Stock</u>	<u>549.246</u>	<u>(1)</u>	<u>D</u>	
<u>Employee Stock Option (Right to Buy)</u>	<u>02/24/2001</u>	<u>02/24/2008</u>	<u>Common Stock</u>	<u>500</u>	<u>42.56</u>	<u>D</u>	
<u>Employee Stock Option (Right to Buy)</u>	<u>02/23/2002</u>	<u>02/23/2009</u>	<u>Common Stock</u>	<u>1,000</u>	<u>47.9375</u>	<u>D</u>	
<u>Employee Stock Option (Right to Buy)</u>	<u>04/20/2003</u>	<u>04/20/2010</u>	<u>Common Stock</u>	<u>2,000</u>	<u>32.5</u>	<u>D</u>	
<u>Employee Stock Option (Right to Buy)</u>	<u>04/19/2004</u>	<u>04/19/2011</u>	<u>Common Stock</u>	<u>2,000</u>	<u>37.75</u>	<u>D</u>	
<u>Employee Stock Option (Right to Buy)</u>	<u>04/18/2005</u>	<u>04/18/2012</u>	<u>Common Stock</u>	<u>8,000</u>	<u>42.51</u>	<u>D</u>	
<u>Employee Stock Option (Right to Buy)</u>	<u>01/23/2006</u>	<u>01/23/2013</u>	<u>Common Stock</u>	<u>8,000</u>	<u>40.81</u>	<u>D</u>	
<u>Employee Stock Option (Right to Buy)</u>	<u>01/15/2007</u>	<u>01/15/2014</u>	<u>Common Stock</u>	<u>8,000</u>	<u>43.06</u>	<u>D</u>	
<u>Performance Based Restricted Stock Units⁽²⁾</u>	<u>01/01/2005</u>	<u>01/02/2005</u>	<u>Common Stock</u>	<u>1,000⁽³⁾</u>	<u>(4)</u>	<u>D</u>	
<u>Performance Based Restricted Stock Units⁽⁵⁾</u>	<u>01/01/2006</u>	<u>01/02/2006</u>	<u>Common Stock</u>	<u>1,000⁽³⁾</u>	<u>(4)</u>	<u>D</u>	
<u>Performance Based Restricted Stock Units⁽⁶⁾</u>	<u>01/01/2007</u>	<u>01/02/2007</u>	<u>Common Stock</u>	<u>1,000⁽³⁾</u>	<u>(4)</u>	<u>D</u>	

Explanation of Responses:

- Equivalent Stock units (phantom stock) are converted into common stock on a 1-for-1 basis.
- Performance Based Restricted Stock Units ("PBRS") granted under the Consolidated Edison, Inc. Long Term Incentive Plan -- the restricted stock units will vest in 2005.
- The number of shares (or cash equivalents) is subject to change based on the achievement of certain performance criteria specified under the Consolidated Edison, Inc. Long Term Incentive Plan.
- PBRS (phantom stock) are converted into common stock on a 1-for-1 basis.
- Performance Based Restricted Stock Units ("PBRS") granted under the Consolidated Edison, Inc. Long Term Incentive Plan -- the restricted stock units will vest in 2006.
- Performance Based Restricted Stock Units ("PBRS") granted under the Consolidated Edison, Inc. Long Term Incentive Plan -- the restricted stock units will vest in 2007.

Remarks:

Peter J. Barrett; Attorney-in-Fact 04/12/2004

** 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 5 (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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