
**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): January 8, 2018

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 1.01 Entry into a Material Definitive Agreement.

On January 8, 2018, Consolidated Edison, Inc. (“Con Edison”) and its subsidiaries Consolidated Edison Company of New York, Inc. (“Con Edison of New York”) and Orange and Rockland Utilities, Inc. (“O&R,” and along with Con Edison and Con Edison of New York, collectively, the “Companies”) entered into an Extension Agreement, effective January 8, 2018, (the “Extension Agreement”) among the Companies, the lenders party thereto and Bank of America, N.A., as Administrative Agent. The Extension Agreement extends the termination date under the \$2.25 billion Credit Agreement, dated as of December 7, 2016, among the Companies, the lenders party thereto and Bank of America, N.A., as Administrative Agent from December 7, 2021 to December 7, 2022. A copy of the Extension Agreement is included as an exhibit to this report, and this description of the Extension Agreement is qualified in its entirety by reference to the Extension Agreement.

Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.

The information set forth in Item 1.01 above is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit 10 [Extension Agreement, effective January 8, 2018, among Con Edison of New York, Con Edison, O&R, the lenders party thereto and Bank of America, N.A., as Administrative Agent.](#)

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: January 8, 2018

CONFORMED COPY

EXTENSION AGREEMENT

Bank of America, N.A.
as Administrative Agent
under the Credit Agreement
referred to below

Ladies and Gentlemen:

The undersigned hereby agrees to extend, effective January 8, 2018, the Termination Date under the Credit Agreement dated as of December 7, 2016 (as further amended from time to time, the “**Credit Agreement**”) among Consolidated Edison Company of New York, Inc., Consolidated Edison, Inc. Orange and Rockland Utilities, Inc., the Lenders party thereto and Bank of America, N.A., as Administrative Agent, for one year to December 7, 2022 and by their acceptance hereof the Borrowers hereby confirm that the conditions set forth in Section 2.19(b)(i) and (ii) of the Credit Agreement are satisfied as to such extension. Terms defined in the Credit Agreement are used herein with the same meaning.

This Extension Agreement shall be construed in accordance with and governed by the law of the State of New York.

BANK OF AMERICA, N.A., as a Lender

By: /s/Maggie Halleland

Title: Vice President

BARCLYS BANK PLC, as a Lender

By: /s/Sydney G. Dennis

Title: Director

CITBANK, N.A., as a Lender

By: /s/Richard Rivera

Title: Vice President

JPMORGAN CHASE BANK, N.A., as a Lender

By: /s/Amit Gaur

Title: Vice President

MIZUHO BANK, LTD., as a Lender

By: /s/Nelson Chang

Title: Authorized Signatory

WELLS FARGO, NATIONAL ASSOCIATION, as a Lender

By: /s/Patrick Engel

Title: Managing Director

THE BANK OF NEW YORK, MELLON, as a Lender

By: /s/Richard K. Fronapfel, Jr.

Title: Director

SUMITOMO MITSUI BANKING CORPORATION, as a
Lender

By: /s/Katsuyuki Kubo

Title: Managing Director

[Signature Page to Extension Agreement]

KEYBANK NATIONAL ASSOCIATION, as a Lender

By: /s/Richard Gerling

Title: Senior Vice President

THE BANK OF TOKYO-MITSUBISHI UFI, LTD., as a Lender

By: /s/Jeffrey Flagg

Title: Director

THE BANK OF NOVA SCOTIA, as a Lender

By: /s/David Dewar

Title: Director

CANADIAN IMPERIAL BANK OF COMMERCE, NEW
YORK BRANCH, as a Lender

By: /s/Anju Abraham

Title: Authorized Signatory

By: /s/Robert Casey

Title: Authorized Signatory

TD BANK, N.A., as a Lender

By: /s/Vijay Prasad

Title: Senior Vice President

U.S. BANK NATIONAL ASSOCIATION, as a Lender

By: /s/James O'Shaughnessy

Title: Vice President

PNC BANK NATIONAL ASSOCIATION, as a Lender

By: /s/Gabriel Martin

Title: Vice President

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THE NORTHERN TRUST COMPANY, as a Lender

By: /s/Andrew D. Holtz

Title: Senior Vice President

MORGAN STANLY BANK, N.A., as a Lender

By: /s/Julie Lilienfeld

Title: Authorized Signatory

STATE STREET BANK AND TRUST COMPANY, as a Lender

By: /s/Kimberly R. Costa

Title: Vice President

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BANK OF AMERICA, N.A., as Administrative Agent

By: /s/Maggie Halleland
Title: Vice President

[Signature Page to Extension Agreement]