

CONSOLIDATED EDISON INC  
Form 8-K  
June 17, 2016

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): June 14, 2016

Consolidated Edison, Inc.  
(Exact name of registrant as specified in its charter)

New York                      1-14514              13-3965100  
(State or Other Jurisdiction (Commission (IRS Employer  
of Incorporation)              File Number) Identification No.)  
4 Irving Place, New York, New York      10003  
(Address of principal executive offices) (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                      1-1217              13-5009340  
(State or Other Jurisdiction (Commission (IRS Employer  
of Incorporation)              File Number) Identification No.)  
4 Irving Place, New York, New York      10003  
(Address of principal executive offices) (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))

Item 8.01 OTHER EVENTS.

On June 14, 2016, Consolidated Edison Company of New York, Inc. (“CECONY”) entered into an underwriting agreement with BNY Mellon Capital Markets, LLC, Morgan Stanley & Co. LLC, Scotia Capital (USA) Inc. and UBS Securities LLC, as representatives of the underwriters named therein, for the sale of \$550 million aggregate principal amount of CECONY’s 3.85% Debentures, Series 2016 A (the “Debentures”). The Debentures were registered under the Securities Act of 1933 pursuant to a Registration Statement on Form S-3 (No. 333-206177, effective August 6, 2015).

Item 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits

- |           |  |
|-----------|--|
| Exhibit 1 | Underwriting Agreement relating to the Debentures                                    |
| Exhibit 4 | Form of the Series 2016 A Debentures   |
| Exhibit 5 | Opinion and consent of Elizabeth D. Moore, Senior Vice President and General Counsel |

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: June 17, 2016