

CONSOLIDATED EDISON INC  
Form 8-K/A  
May 19, 2006

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K/A**

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**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of

The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported)

February 16, 2006

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**Consolidated Edison, Inc.**

(Exact name of registrant as specified in its charter)

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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)

Registrant's telephone number, including area code

10003  
(Zip Code)

(212) 460-4600

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# Consolidated Edison Company of New York, Inc.

(Exact name of registrant as specified in its charter)

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**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**

(Former name or former address, if changed since last report)

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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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**EXPLANATORY NOTE**

On February 23, 2006, Consolidated Edison, Inc. (Con Edison) and Consolidated Edison Company of New York, Inc. (Con Edison of New York) filed a Current Report on Form 8-K (the Original Filing) to, among other things, report under Item 5.02 that on February 16, 2006, the Board of Directors of Con Edison and the Board of Trustees of Con Edison of New York had each elected Mr. L. Frederick Sutherland, the Executive Vice President and Chief Financial officer of ARAMARK Corporation, as a member of the Board, effective April 1, 2006. Pursuant to Instruction 2 to Item 5.02 of Form 8-K, the Original Filing is hereby amended to provide the information set forth herein.

**INFORMATION TO BE INCLUDED IN THE REPORT**

**ITEM 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers**

On May 15, 2006, Mr. L. Frederick Sutherland was appointed to the Audit and Finance Committees of the Board of Directors of Con Edison and the Audit and Finance Committees of the Board of Trustees of Con Edison of New York.

**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/ Saddie L. Smith  
       Saddie L. Smith  
       Secretary

Date: May 19, 2006