

CONSOLIDATED EDISON INC

Form 8-K

November 16, 2017

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): November 13, 2017

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))

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 8.01 Other Events.

On November 13, 2017, Consolidated Edison Company of New York, Inc. (“CECONY”) entered into an underwriting agreement with Citigroup Global Markets Inc., J.P. Morgan Securities LLC and Mizuho Securities USA LLC, as representatives of the underwriters named therein, for the sale of \$350 million aggregate principal amount of CECONY’s 3.125% Debentures, Series 2017 B (the “Series 2017 B Debentures”) and \$350 million aggregate principal amount of CECONY’s 4.00% Debentures, Series 2017 C (the “Series 2017 C Debentures”). The Series 2017 B Debentures and the Series 2017 C Debentures are collectively referred to herein as 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 4.1 Form of the Series 2017 B Debentures

Exhibit 4.2 Form of the Series 2017 C 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: November 16, 2017