Con Edison, Inc.

May 3-5, 2009

2009 AGA Financial Forum

conEdison, inc.

ED
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NYSE

Forward-Looking Statements

This presentation contains certain forward-looking statements of future expectations and financial measures not determined in accordance with Generally Accepted Accounting Principles (non-GAAP) financial measures. Actual results might differ materially from those projected in the forward-looking statements because of factors such as those identified in reports the company has filed with the Securities and Exchange Commission.

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www.conEdison.com

Regulated Transmission and Distribution Focused

Con Edison, Inc. (ED)

2008 EPS $4.38

Rate Base: $18.1 billion | Market Cap: $10.7 billion

Regulated Utilities

Con Edison of New York
2008 EPS $2.87

Orange and Rockland
2008 EPS $0.16

Competitive Energy Businesses

Con Edison Solutions
2008 EPS $(0.21)
Retail and Energy Services

Con Edison Energy
2008 EPS $(0.06)
Wholesale

Con Edison Development
2008 EPS $1.54
Infrastructure Projects

Reconciliation of Con Edison's 2008 Earnings Per Share

	CECONY	O&R	Con Edison Development	Con Edison Energy	Con Edison Solutions	Parent	Total
Reported EPS – GAAP basis	$2.87	$0.16	$1.54	$(0.06)	$(0.21)	$0.08	$4.38
Northeast Utilities litigation settlement	-	-	-	-	-	(0.11)	(0.11)
Gain on the sale of Con Edison Development's generation projects and discontinued operations	-	-	(1.49)	-	-	-	(1.49)
Mark-to-Market losses/ (gains)	-	-	(0.06)	0.09	0.19	-	0.22
Ongoing operations	$2.87	$0.16	$(0.01)	$0.03	$(0.02)	$(0.03)	$3.00

Reconciliation of Con Edison's 1Q 2009 Earnings Per Share

	CECONY	O&R	Con Edison Development	Con Edison Energy	Con Edison Solutions	Parent	Total
Reported EPS – GAAP basis	$0.72	$0.05	$0.00	$0.04	$(0.13)	$(0.02)	$0.66
Mark-to-Market losses/ (gains)	-	-	(0.01)	(0.02)	0.15	-	0.12
Ongoing operations	$0.72	$0.05	$(0.01)	$0.02	$0.02	$(0.02)	$0.78

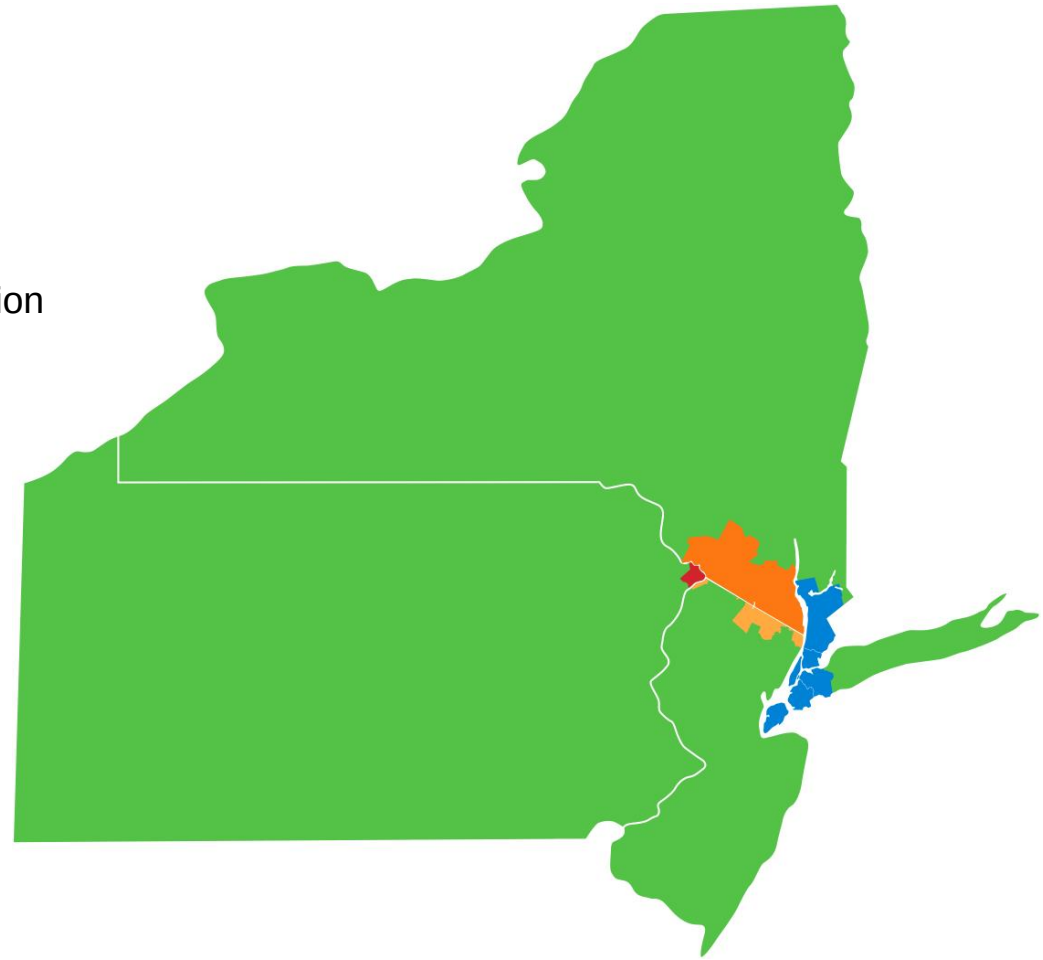
Regulated Utilities are the Core of Con Edison, Inc.

Con Edison of New York

- 3.3 million electric customers
- 1.1 million gas customers
- 1,770 steam customers
- 710 MW of regulated generation

Orange and Rockland

- 299,000 electric customers
- 128,000 gas customers

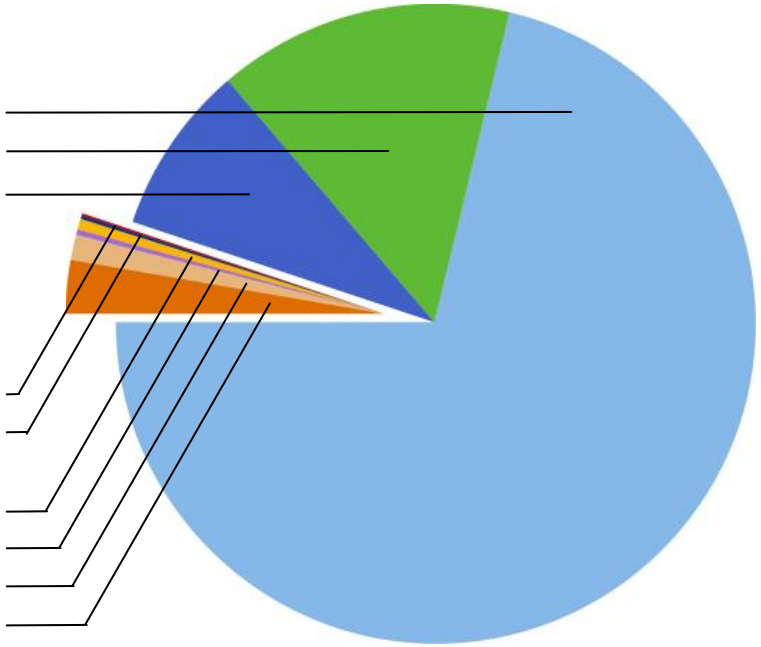


Con Edison, Inc. Delivered 43% of New York State 2008 Electric Peak

- **CECONY** delivered 38.4% of NYS 2008 peak consumption
- **O&R** delivered 4.5% of NYS 2008 peak consumption

Composition of Rate Base
(as of March 31, 2009)

Rate Base ($ millions)



Con Edison of New York

Electric	$ 13,406
Gas	$ 2,722
Steam	$ 1,501

Orange and Rockland

Pike Gas	$ 1
Pike Electric	$ 10
Rockland Electric	
(distribution)	$ 140
(transmission)	$ 20
O&R Gas	$ 270
O&R Electric	$ 500

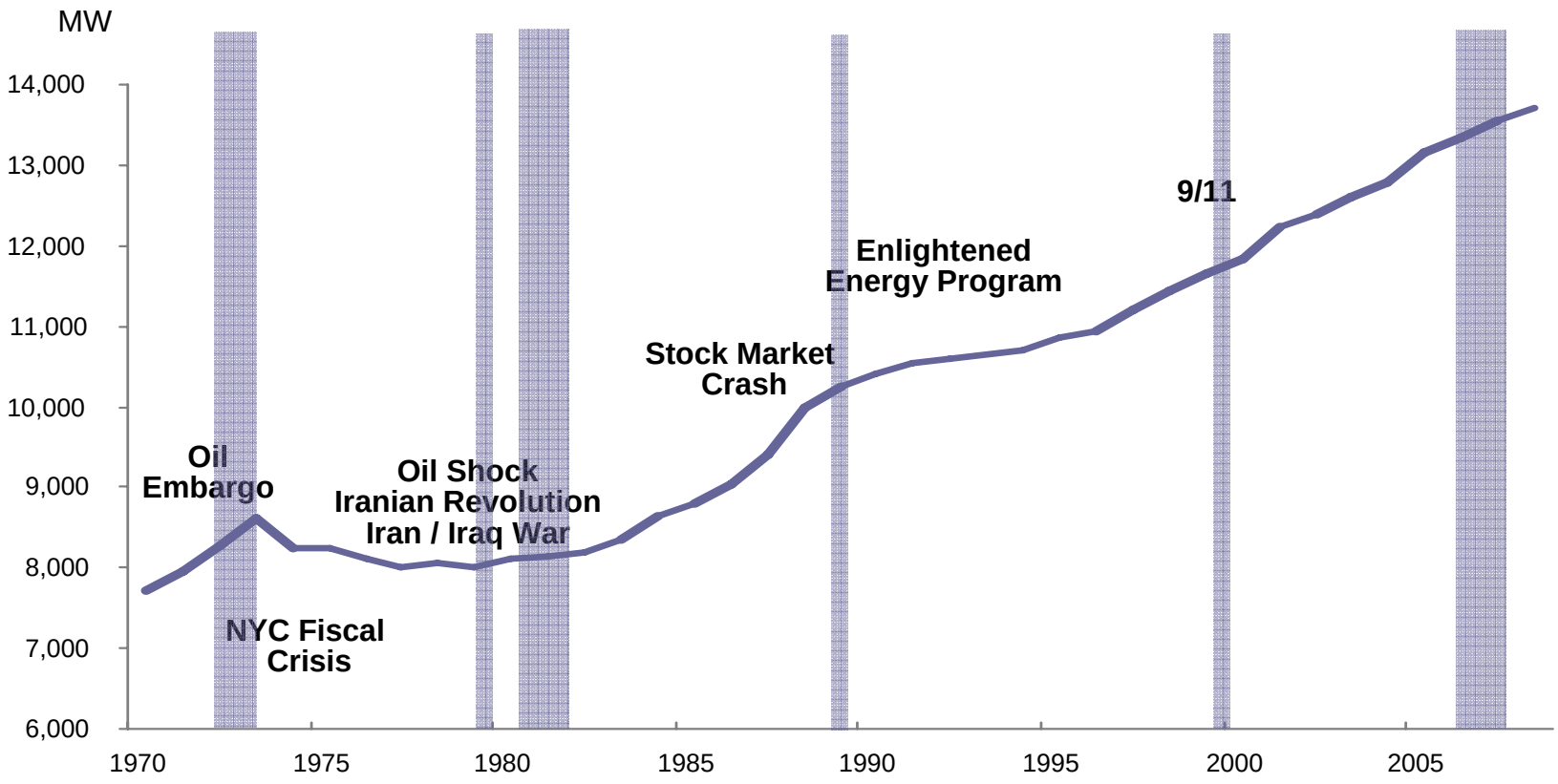
Total Rate Base	**$ 18,570**

Electric Demand Forecasts
Annualized 5-Year Growth Rates

	Con Edison of New York	Orange and Rockland
Historical (2003 – 2008)	1.7%	2.6%
2007 forecast (2008 – 2013)	1.2%	2.5%
March 2009 forecast (2008 – 2013)	0.6%	2.1%
Q1 2009 actual weather adjusted	(0.4)%	(0.7)%

Con Edison of New York

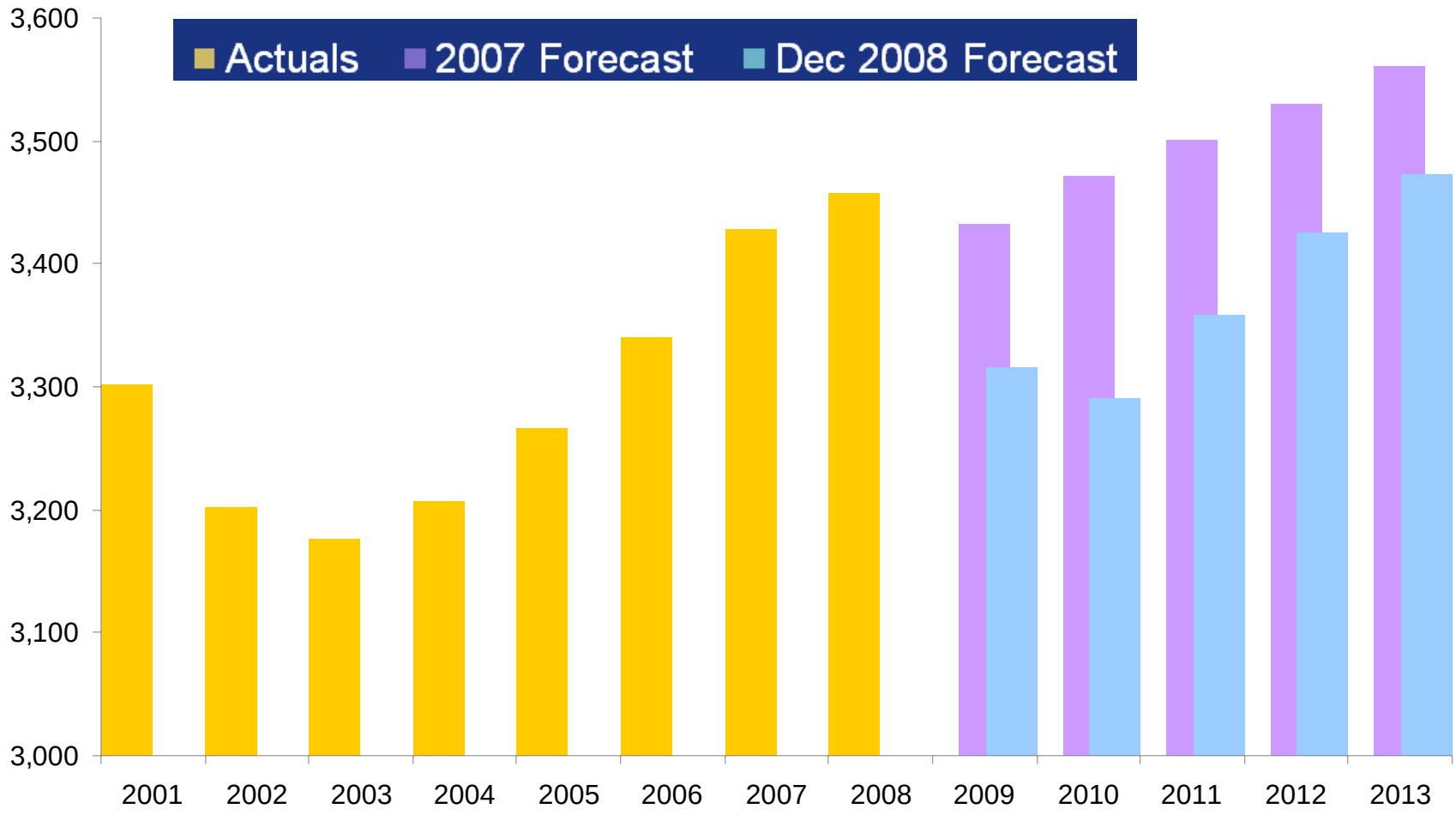
Historical Electricity Demand Through U.S. Recessions



Official U.S. recessions noted in shaded areas

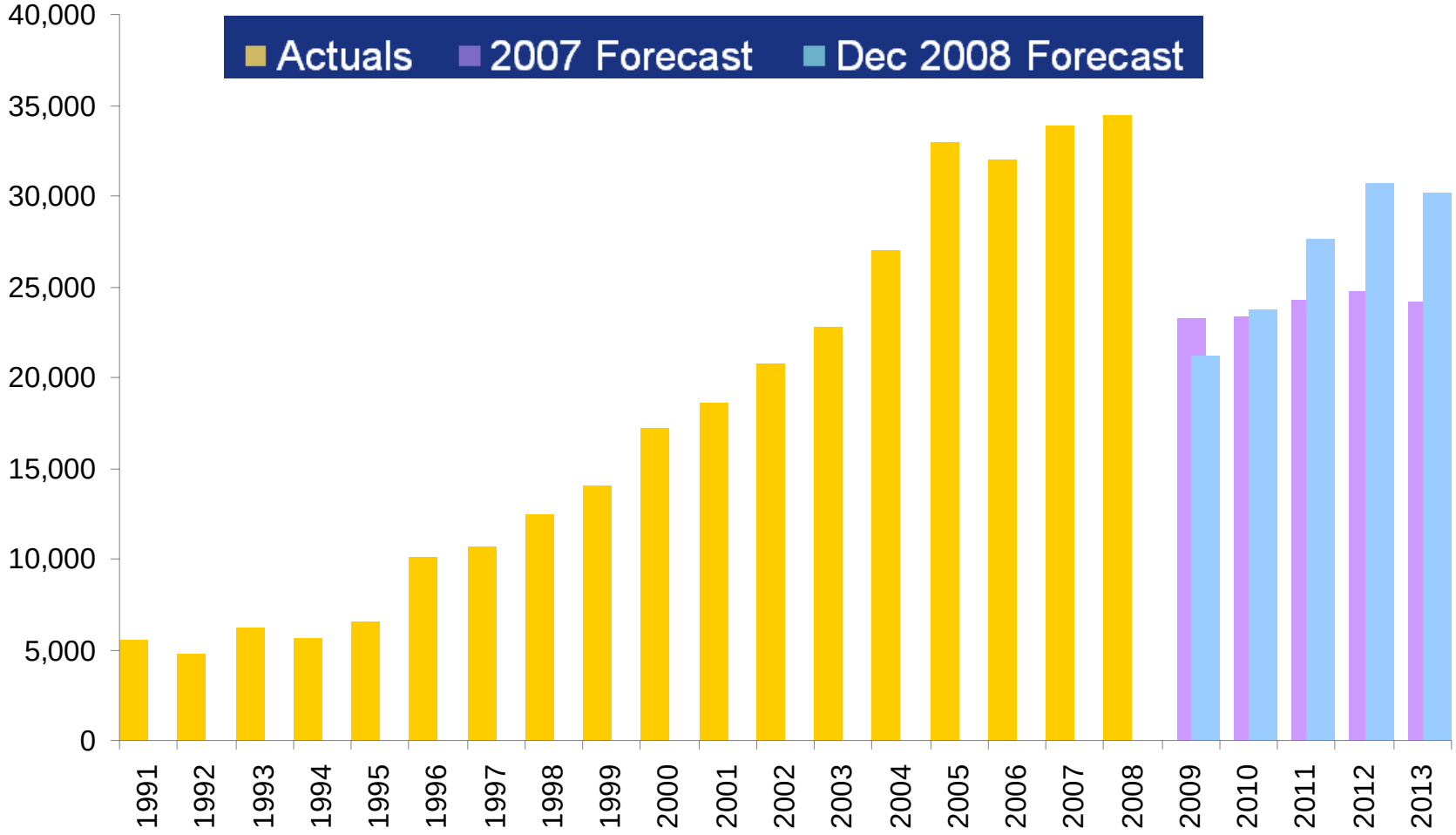
Con Edison of New York

Key Economic Measures
Employment (Thousands)



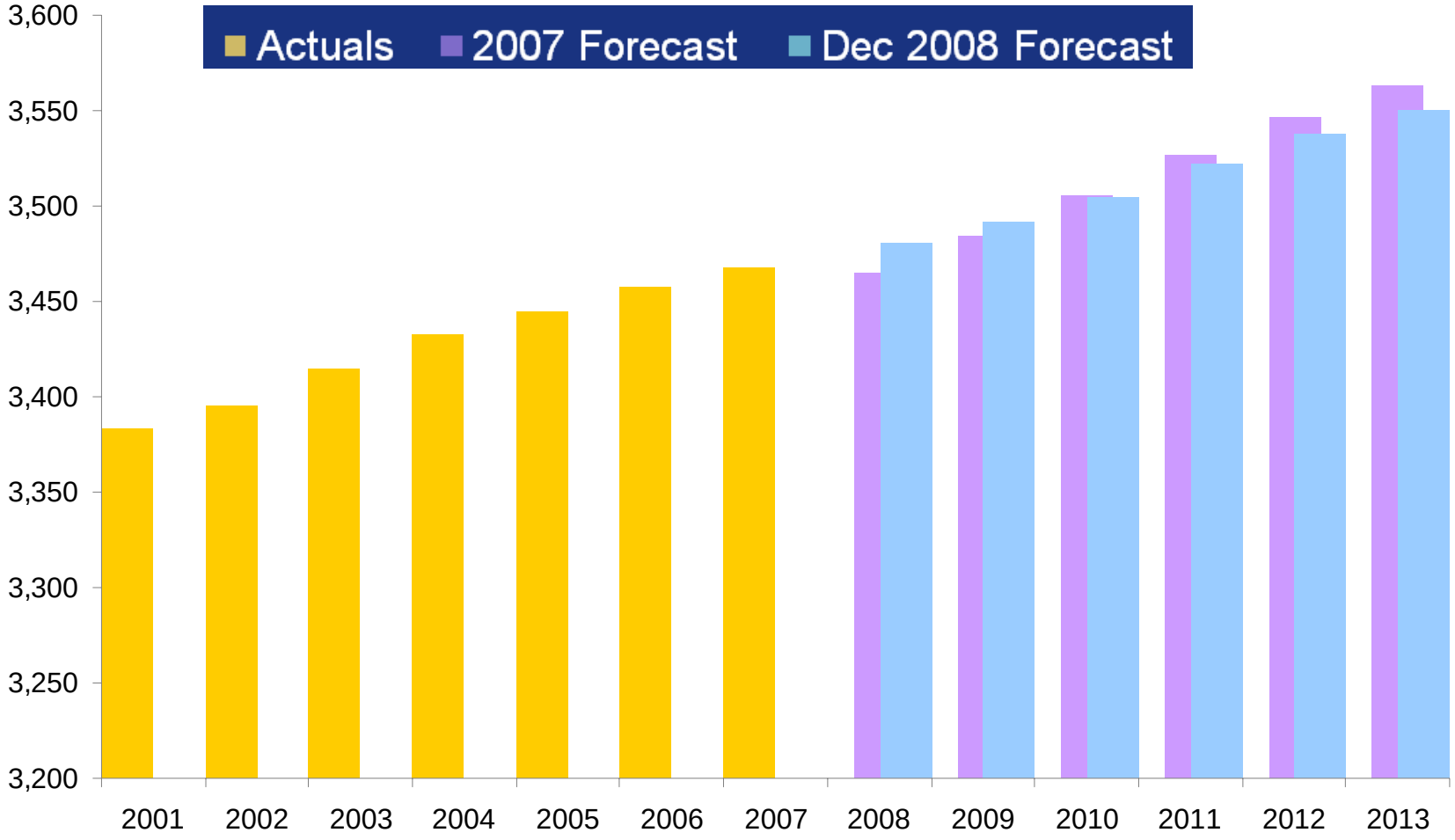
Con Edison of New York

Key Economic Measures
Building Permits



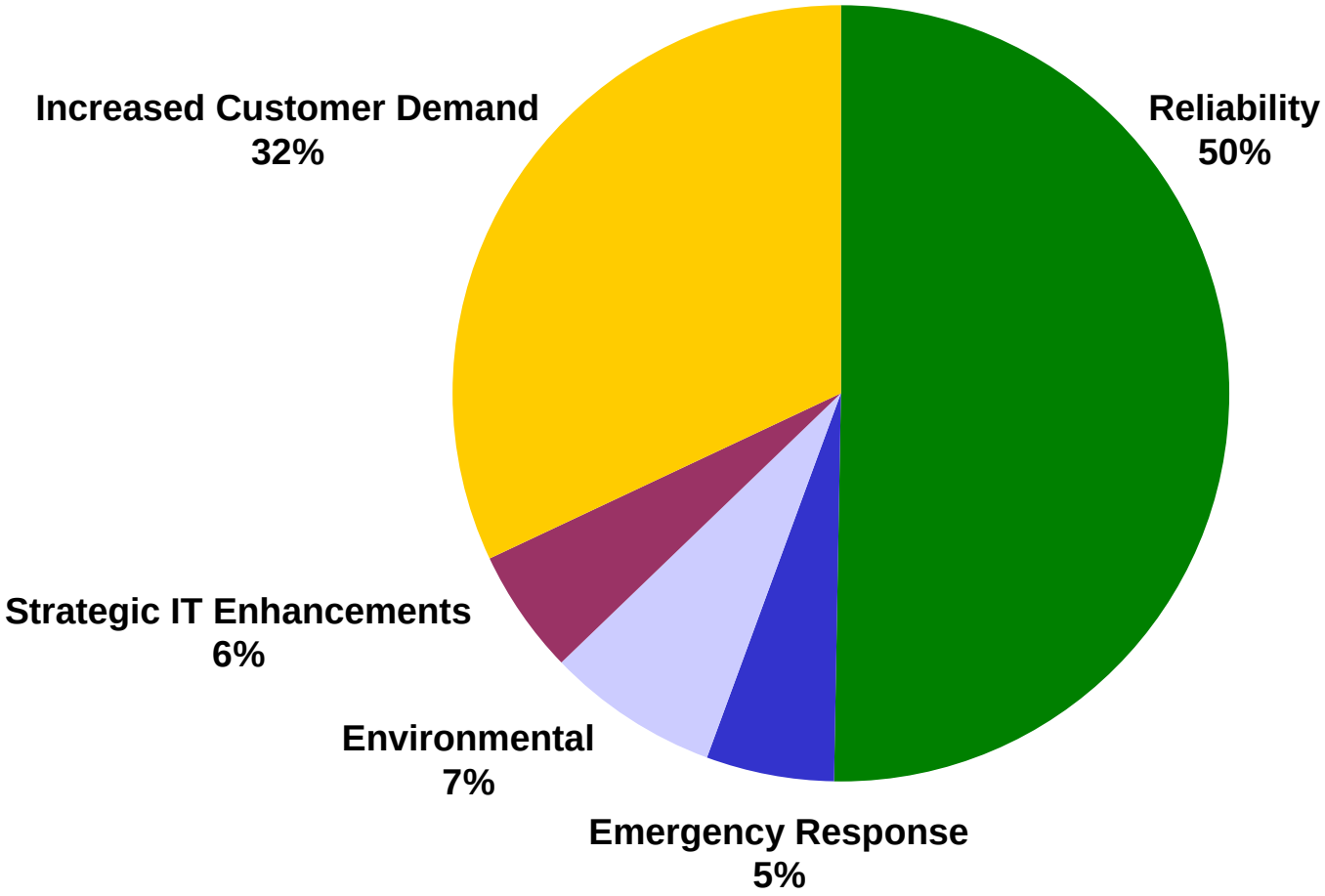
Con Edison of New York

Key Economic Measures
Households (Thousands)



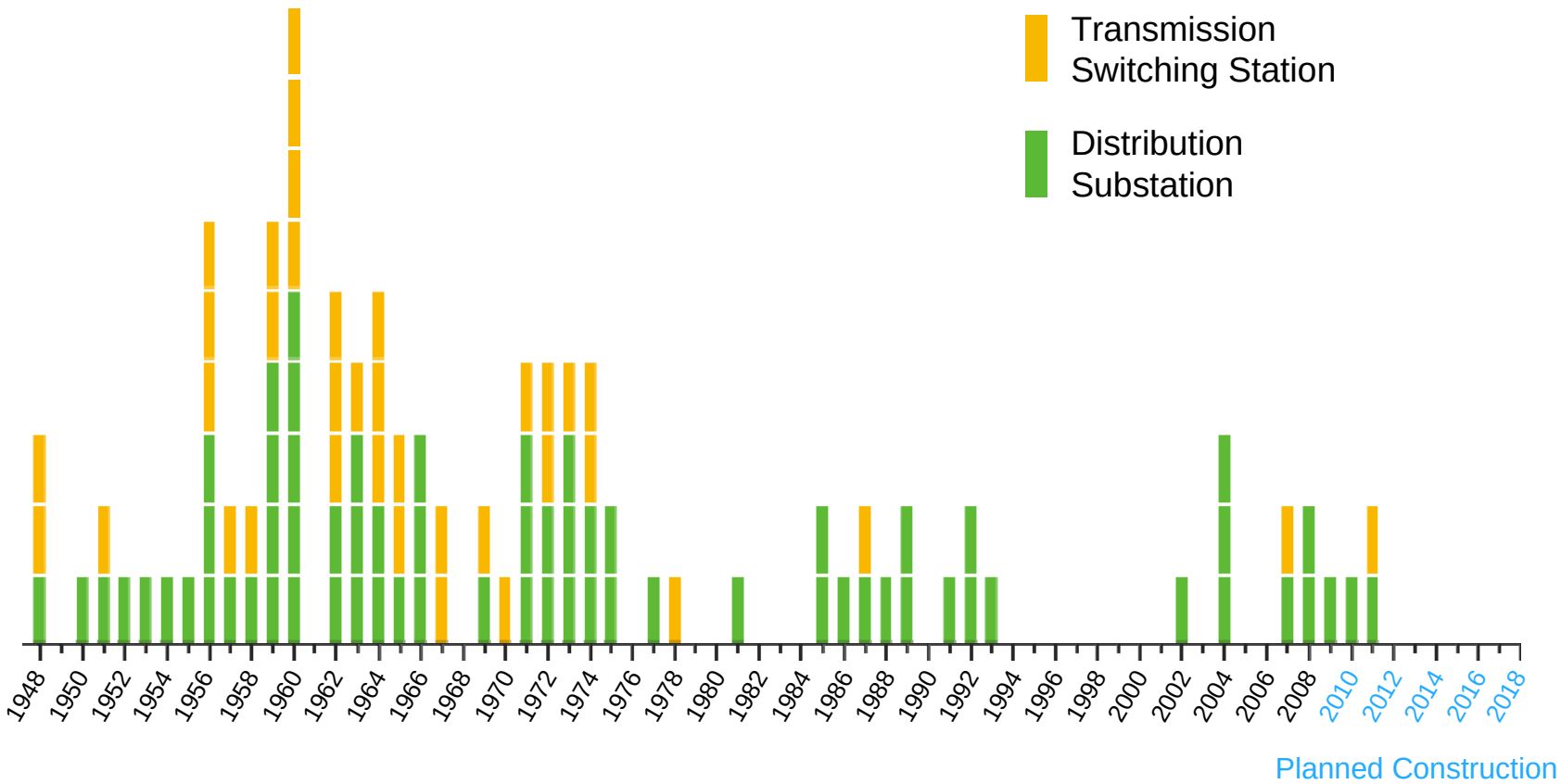
Con Edison of New York

Factors Driving 5-Year Capital Budget



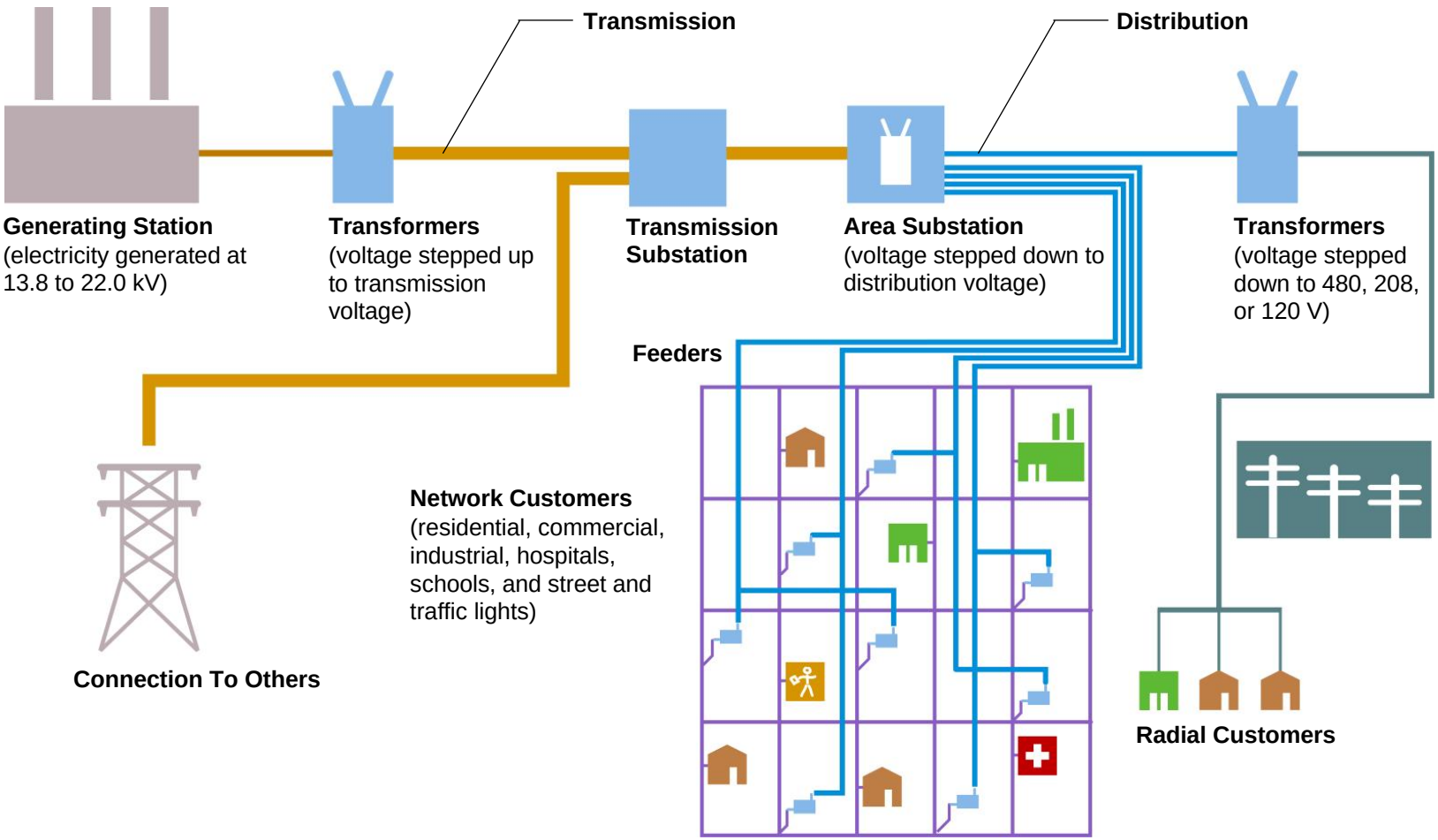
Con Edison of New York

Major Substation Construction Program (1948 – 2018)



Con Edison of New York

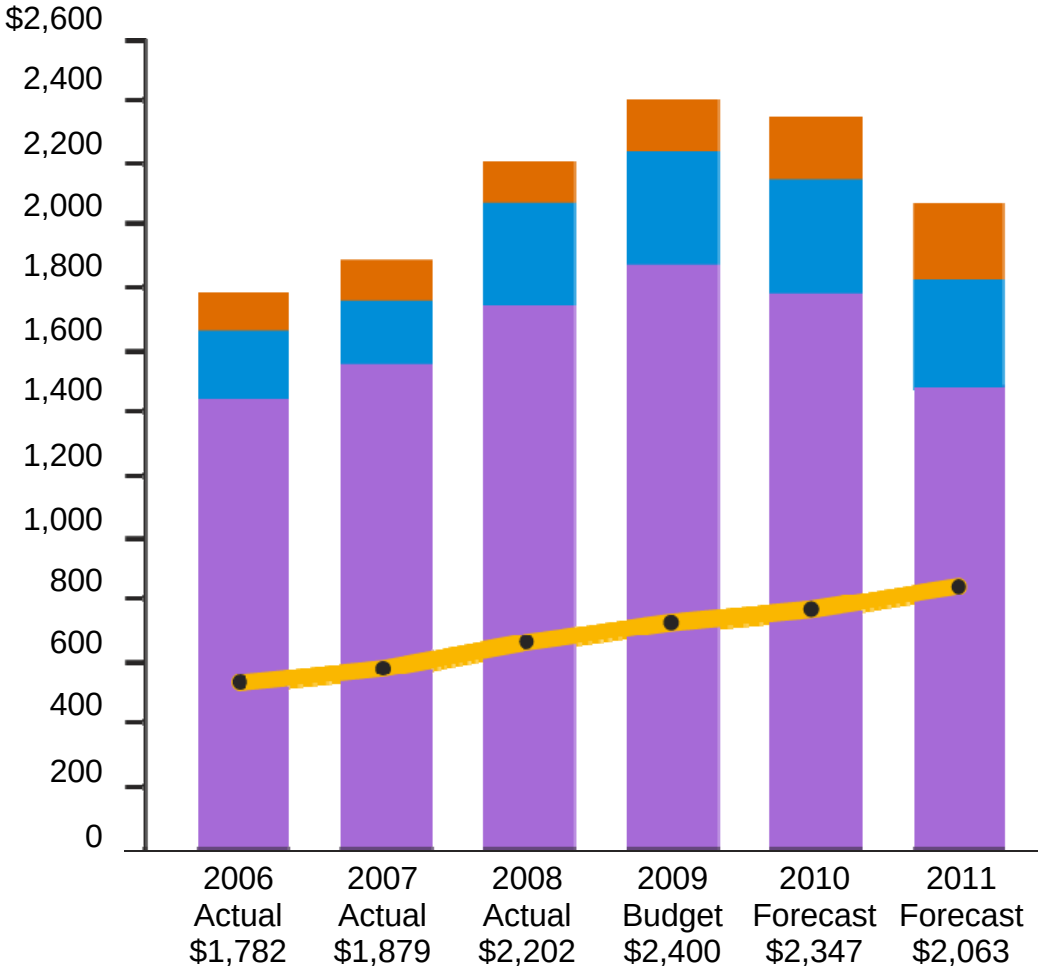
The Electric System



Con Edison of New York

Infrastructure Investment

($ millions)



	Electric	Gas	Steam	Depreciation
2006	1,438	216	128	545
2007	1,548	204	127	592
2008	1,740	326	136	672
2009	1,871	363	166	734
2010	1,777	365	205	778
2011	1,479	339	245	850

Steam

Gas

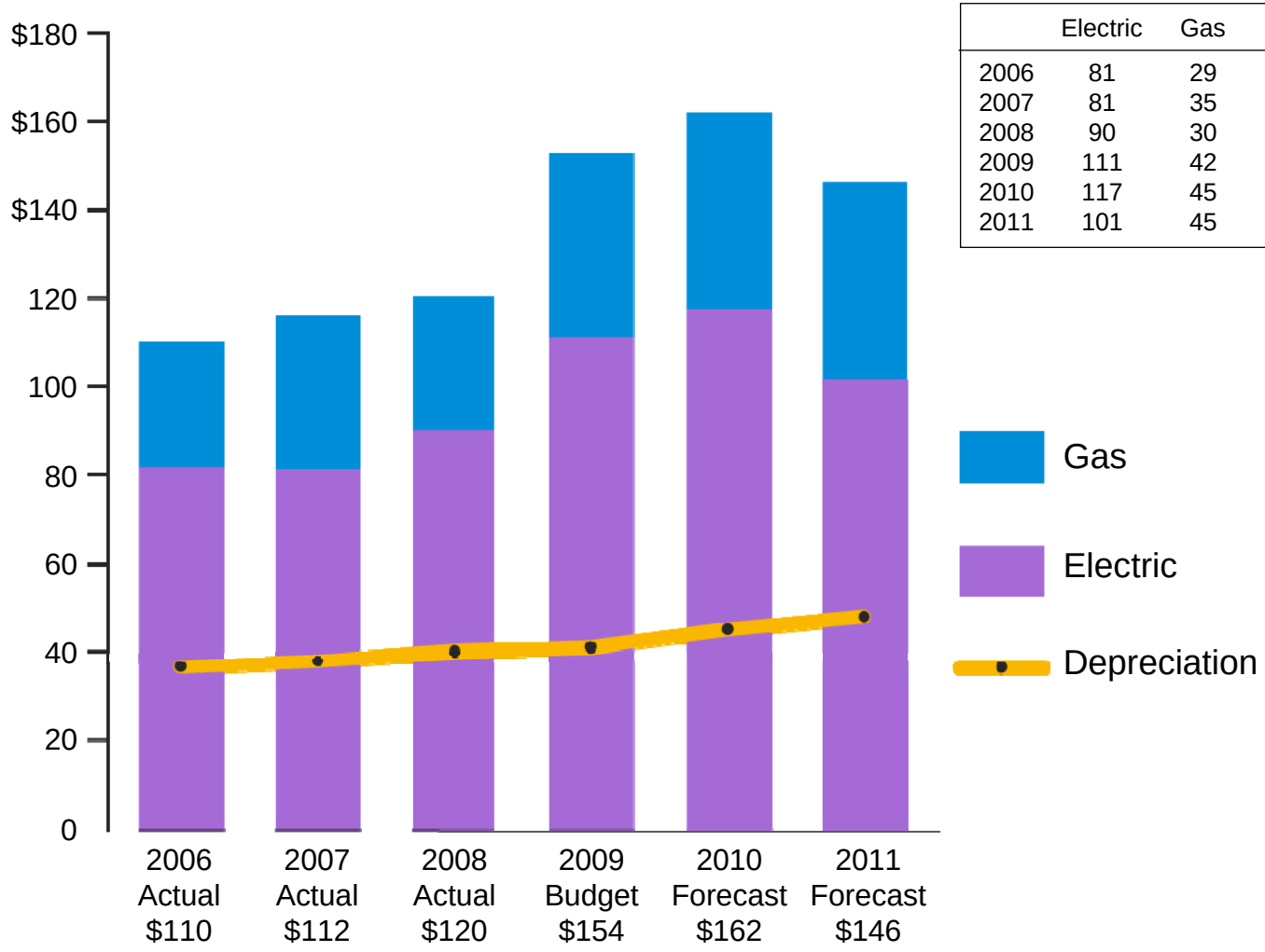
Electric

Depreciation

Orange and Rockland

Infrastructure Investment

($ millions)



	Electric	Gas	Depreciation
2006	81	29	37
2007	81	35	38
2008	90	30	40
2009	111	42	41
2010	117	45	45
2011	101	45	48

Reliability

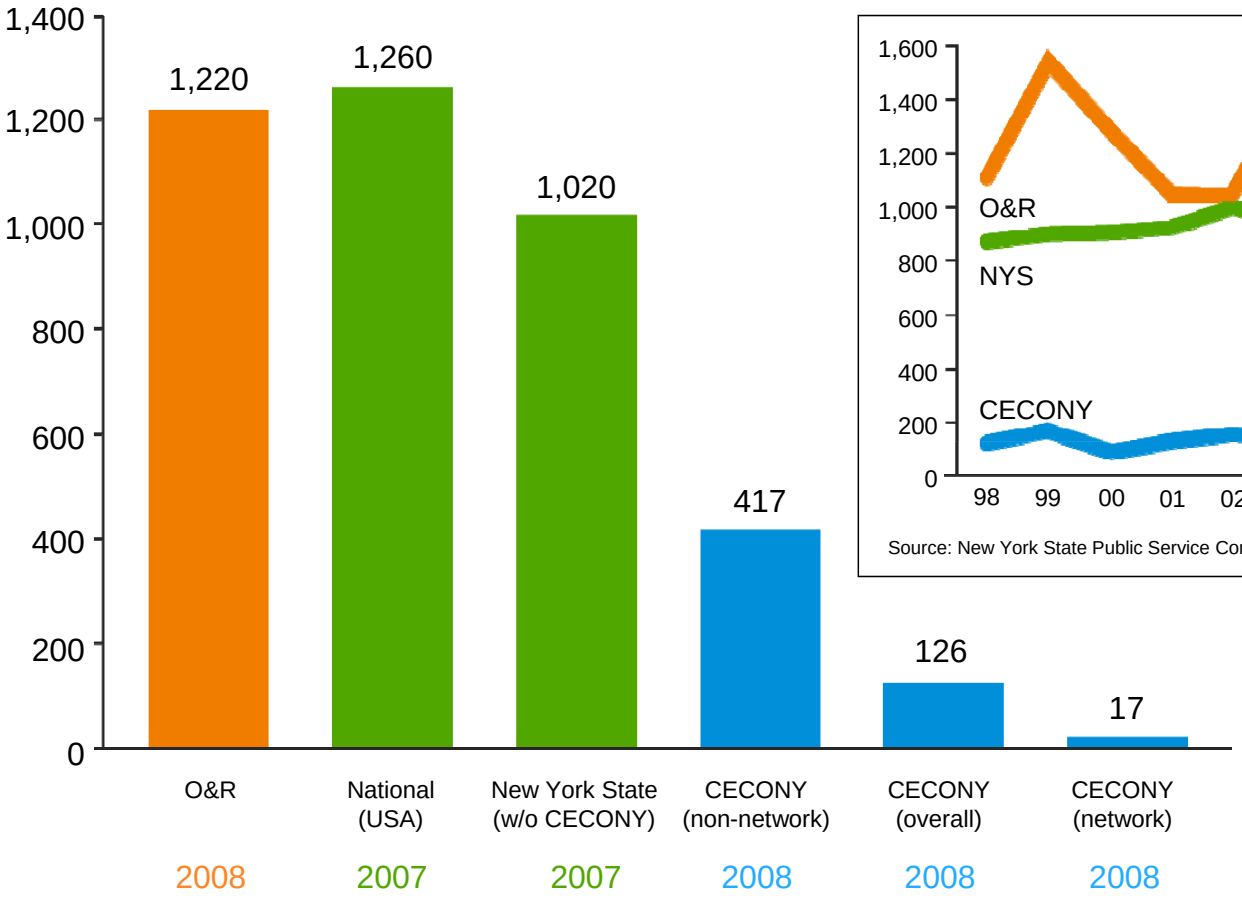
2008 electric network system availability

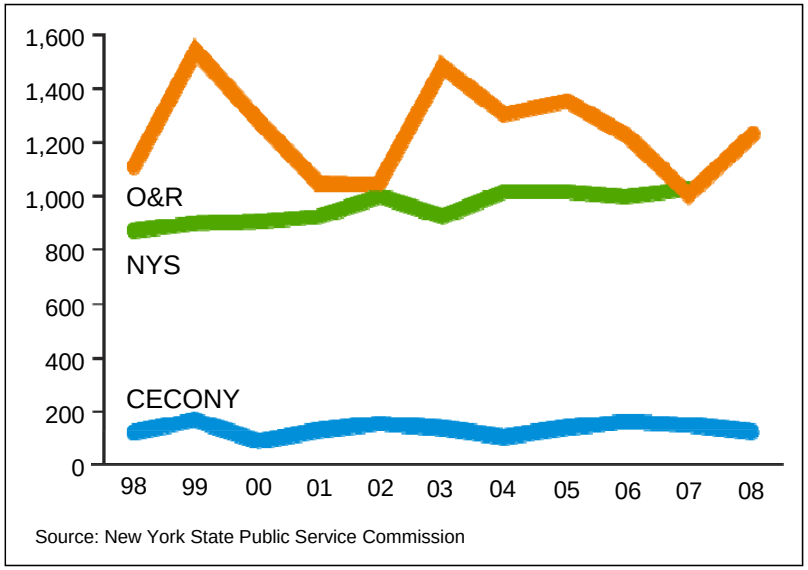
99.999%

Con Edison of New York

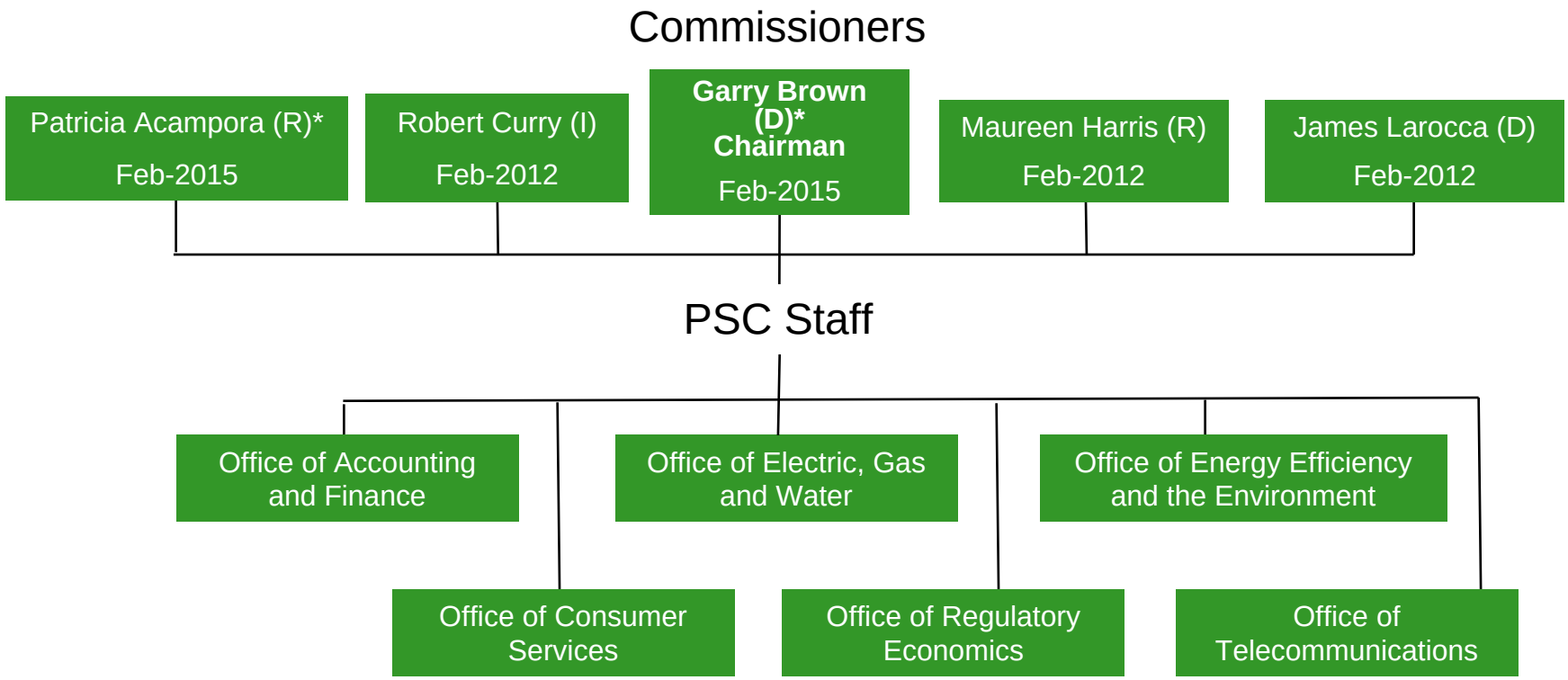
Interruption Rates

Interruptions per 1,000 customers served





New York Public Service Commission (NYPSC)



- Annual budget: $90 million
- Staffing: 550 employees
- Regulates: Electric (7), Gas (10), Water (300), Telecom (5), Cable (30)

* Appointment pending Senate confirmation

New York PSC's Formulaic Approach to Calculating ROE

Recent Rate Decisions and Recommendations in New York

Date	Company	ROE	Term
07/06	Central Hudson	9.60%	3 years
08/06	NYSEG	9.55%	1 year
09/06	CECONY Steam	9.80%	2 years
10/06	O&R Gas	9.80%	3 years
09/07	CECONY Gas	9.70%	3 years
10/07	O&R Electric	9.10%	1 year
12/07	National Fuel Gas	9.10%	1 year
03/08	CECONY Electric	9.10%	1 year
06/08	O&R Electric	9.40%	3 years
09/08	CECONY Steam	9.30%	2 years
02/09	Niagara Mohawk (JP*)	10.20%	2 years
04/09	Central Hudson (RD*)	10.05%	1 year
04/09	CECONY Electric	10.00%	1 year

*JP refers to Joint Proposal, and RD refers to Recommended Decision

Rate of return on equity

2/3 Discounted Cash Flow model

+

1/3 Capital Asset Pricing model

Con Edison of New York

Electric Rate Case – Comparison of Filings and Order

($ millions)

Rate Year Apr. 09 – Mar. 10	Company May'08 Filing	Company April'09 Update	PSC Staff Filing	ALJ Recommended Decision	PSC Final Order
Property taxes	$200	$239	$205	$274	$239
Infrastructure	230	185	175	209	172
Pensions	112	203	115	145	196
Increase return on equity	115	175	55	95	95
Other operating expenses	53	62	(109)	(37)	(78)
Accounting credits	(31)	(20)	(55)	(16)	(20)
Sales growth	(25)	(21)	(40)	(38)	(21)
Austerity adjustment					(60)
Total Rate Increase	**$654**	**$823**	**$346**	**$632**	**$523**
Rate base	$14,591	$14,312	$14,184	$14,405	$14,097
ROE	10.0%	10.6%	9.5%	10.0%	10.0%
Equity ratio	48.00%	48.00%	47.96%	48.00%	48.00%

Con Edison of New York

Electric Rate Order – O&M cuts

($ millions)

More than $100 million in specific O&M programs denied including $45 million in previously recovered expenses:

- Additional 1% productivity
- Variable pay for all non-union employees
- 55% hiring slippage adjustment
- Municipal infrastructure support
- Advertising
- Shareholders to absorb 50% of D&O insurance

Con Edison of New York

Electric Rate Order – Austerity Adjustment

($ millions)

$60 million austerity adjustment – "approximately 3.6% of non-fuel O&M costs"

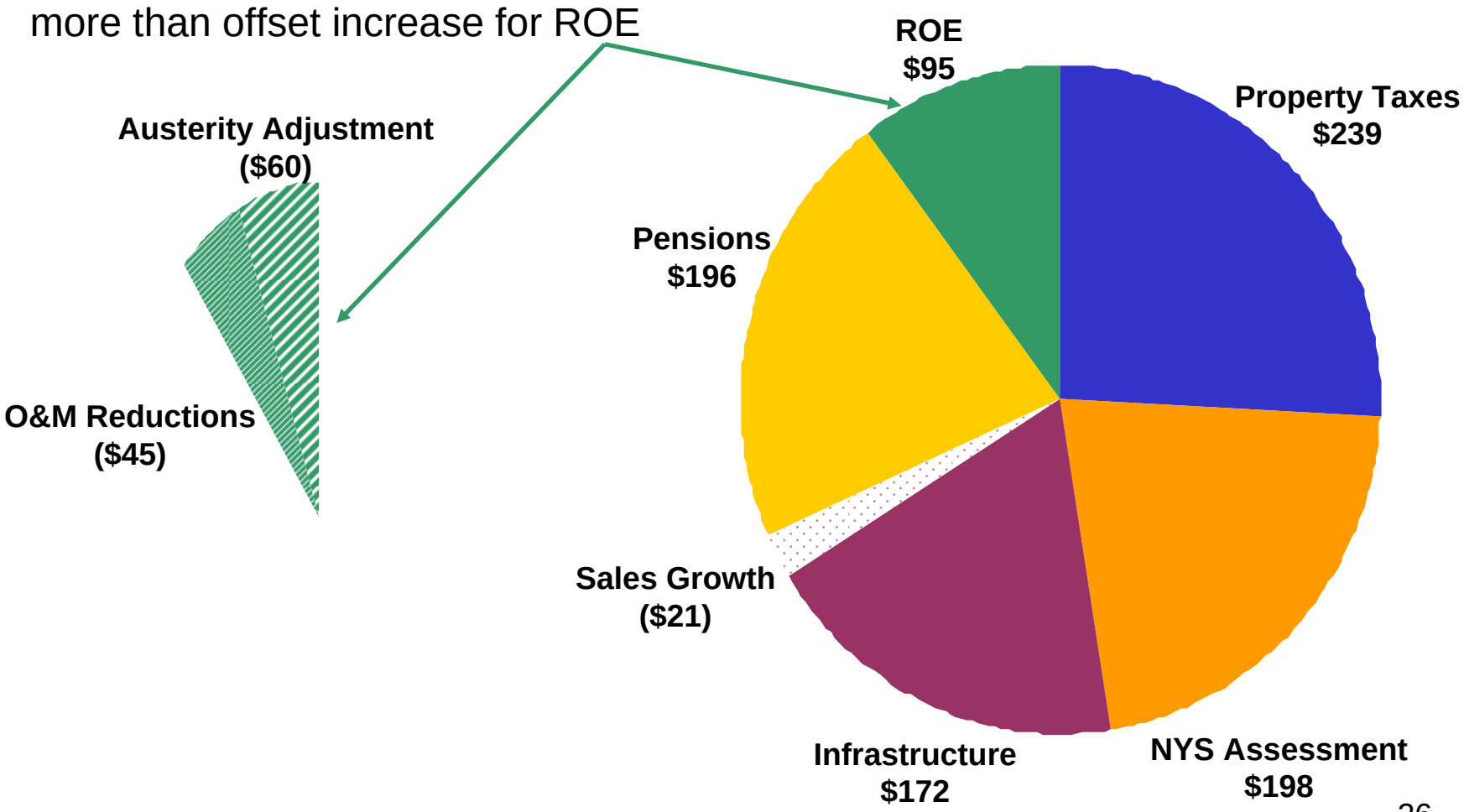
- Maintain reliability, service quality and safety
- $30 million mandatory
- $30 million best efforts
  - May petition after March 31, 2010 for deferral of related costs
  - Company has burden of proof
- Plan to be filed within 30 days of order
  - Plan to continue austerity program efforts beyond the rate year due within 30 days of next rate filing

Con Edison of New York

Components of Rate Increase

($ millions)

O&M reductions and austerity adjustments more than offset increase for ROE



Con Edison of New York

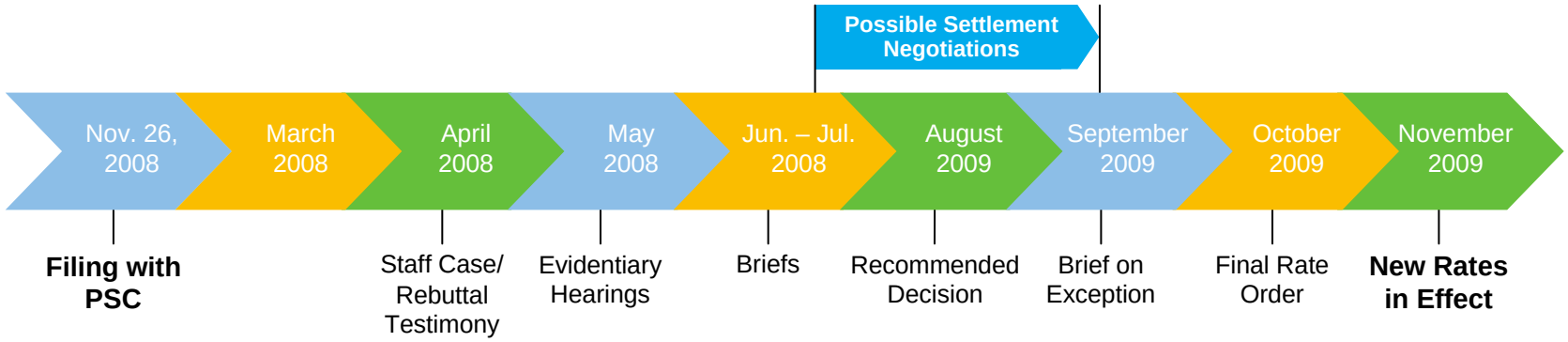
Next Steps in May 2009

- File multi-year request for new electric rates effective April 2010
- Submit austerity plan and adjusted budgets to Board for approval
  - Next Board meeting to be held on May 18, 2009
- Issue guidance on 2009 earnings and updated financing plans
- File austerity plan with NY PSC – due 30 days after rate order
  - File austerity continuation plan within 30 days of new rate filing

Orange and Rockland

Summary of Gas Rate Plan Filing

- Filed on November 26, 2008
- Proposed rate increase of $17.8 million, or 3.3% on customers' bills effective November 2009
- Alternatively, annual levelized increases of $11.9 million effective November 2009, 2010, and 2011
- ROE requested – 11.6%
- Equity ratio forecast – 48.0%
- True-up reconciliations requested: pension and OPEB costs, property taxes, environmental remediation, and interest costs.



Summary of Rate Plans

	Effective Period	Rate Base	Rate Increases **	Amortization of Credits/Debits	Other Significant Revenue Sources	Authorized ROE	Earnings Sharing Terms ** (Shareholders/Customers)
Con Edison of New York							
Electric	Apr. 2009 – Mar. 2010	Yr. 1 – $14.1 b	Yr. 1 – $523.4 m ***	Yr. 1 – $45 m	$120 m of annual TCC revenues	10.0%	—
Gas	Oct. 2007 – Sept. 2010	Yr. 1 – $2.3 b Yr. 2 – $2.5 b Yr. 3 – $2.7 b	Yr. 1 – $67.5 m **** Yr. 2 – $67.5 m Yr. 3 – $67.5 m	Yr. 1 - $2 m Yr. 2 - $0 m Yr. 3 – $(1) m	$35 m – $50 m of non-firm revenues: 20% > $50 m: 25%	9.7%	>10.7%: 50/50
Steam	Oct. 2008 – Sept. 2010	Yr. 1 - $1.3 b Yr. 2 - $1.4 b	Yr. 1 - $43.7 m Yr. 2 - $43.7 m	$20.3 m over 2 yrs	—	9.3%	>10.1%: 50/50*****
Orange and Rockland							
Electric	Jul. 2008 – Jun. 2011	Yr. 1 - $504 m Yr. 2 - $567 m Yr. 3 - $597 m	Yr. 1 – $15.6 m * Yr. 2– $15.6 m Yr. 3– $5.7 m	$(34) m over 3 yrs	Yr. 3 - $9.9 m	9.4%	10.2% - 11.2%: 50/50 >11.2%: 25/75
Gas	Nov. 2006 – Oct. 2009	Yr. 1 – $235 m Yr. 2 – $242 m Yr. 3 – $251 m	Yr. 1 – $6.5 m Yr. 2 – $6.5 m Yr. 3 – $6.3 m	$(3) m over 3 yrs	—	9.8%	11% – 12%: 50/50 12% – 14%: 35/65 >14%: 0/100
RECO	Apr. 2007 – Mar. 2010	Yr. 1 – $132 m	Yr. 1 – $6.4 m	$(0.6) m per yr	—	9.75%	—

(continued)

Summary of Rate Plans — Footnotes

(continued)

* The Orange and Rockland gas rate plan provides for rate increases in base rates of $12 million in the first year, $0.7 million in the second year, and $1.1 million in the third year. To phase in the effect of the increase for customers, the rate plan provides for O&R to accrue revenues for, but defer billing to customers of, $5.5 million of the first rate year increase by establishing a regulatory asset which, together with interest, will be billed to customers in the second and third years. This chart reflects the phase-in of those rate increases.

** Subject to limitation for cost reconciliations.

*** Collection of $254 million of the $425 million rate increase in April 2008 is subject to potential refund to customers following further PSC review and completion of an investigation by the PSC staff (which will be in addition to a management and operations audit to be performed by an auditor selected by the PSC) of the $1.6 billion of capital expenditures during the April 2005 through March 2008 period covered by the 2005 Electric Rate Agreement for transmission and distribution utility plant that were above the amounts of such expenditures reflected in rates.

**** Includes $14 million for the energy efficiency program administered by NYSERDA.

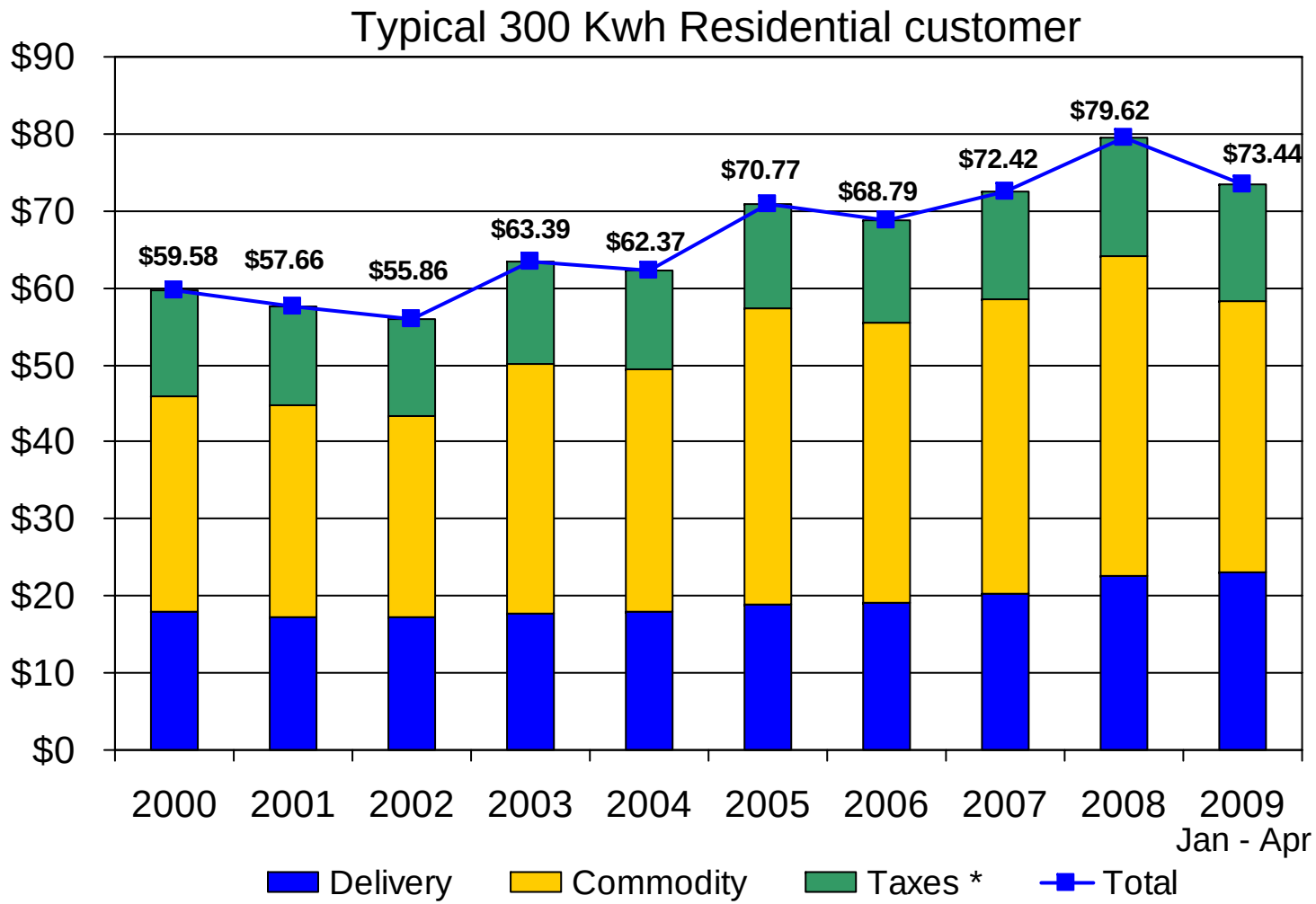
***** The company will apply 50% of its share of earnings above 10.1% to reduce undercollections of property taxes, if any exist.

Key Regulatory Dates

May 2009	CECONY - Electric	Company filing
May 4, 2009	O&R – Gas	Evidentiary hearings begin
June 5, 2009	O&R – Gas	Initial briefs
June 19, 2009	O&R – Gas	Reply briefs
July – September 2009	CECONY	Management review – consultant's final report
November 1, 2009	O&R – Gas	New rates go in effect

Con Edison of New York

New York City Customer Bills
Commodity and Delivery Charges



* Gross receipts tax, sales tax and taxes included in rates, i.e., property tax, income taxes, etc.

Sustainability

- Working with EPRI and automotive industry to develop plug-in hybrid electric vehicles and deploy bio-diesel trucks.
- Reducing green house gas emissions by 30% since 2005 through system upgrades and fuel switching.
- Partnering to re-refine 450,000 gallons per year of used transformer oil precluding the need to burn oil for disposal.
- Con Edison ranked 2nd among multi-utilities in North America and 4th internationally in Innovest 2008 ranking of environmental and social performance.
- Con Edison ranked 3rd among S&P 500 utilities in the worldwide Carbon Disclosure Project's (CDP) 2008 rankings.

Long-term Debt Maturities
($ millions)

	2009	2010	2011	2012	2013
Con Edison, Inc. – parent company	$ 4	$ 2	$ 1	$ 2	$ 1
Con Edison of New York	475	625	-	300	700
Orange and Rockland	3	58	3	3	3
Competitive energy businesses	-	1	1	1	1
Total	**$ 482**	**$ 686**	**$ 5**	**$ 305**	**$ 705**

Maturities:

2009

- CECONY $275 million debenture maturing in June, 4.70%
- CECONY $200 million debenture maturing in December, 7.15%

2010

- CECONY $325 million debenture maturing in May, 8.125%
- CECONY $300 million debenture maturing in September, 7.50%
- O&R $55 million debenture maturing in June, 7.50%

2012

- CECONY $300 million debenture maturing in July, 5.625%

2013

- CECONY $500 million debenture maturing in February, 4.875%
- CECONY $200 million debenture maturing in June, 3.85%

Issuances:

March 2009

- CECONY $275 million debenture maturing 2014, 5.55%
- CECONY $475 million debenture maturing 2019, 6.65%

Capital Structure
March 31, 2009
($ millions)

Con Edison, Inc.

Debt	$9,980	50%
Preferred	213	1
Equity	9,737	49
Total	$19,930	100%

Con Edison of New York

Debt	$9,243	50%
Preferred	213	1
Equity	9,025	49
Total	$18,481	100%

Orange and Rockland

Debt	$415	46%
Preferred	-	-
Equity	480	54
Total	$895	100%

Competitive and Parent

Debt	$322	58%
Preferred	-	-
Equity	232	42
Total	$554	100%

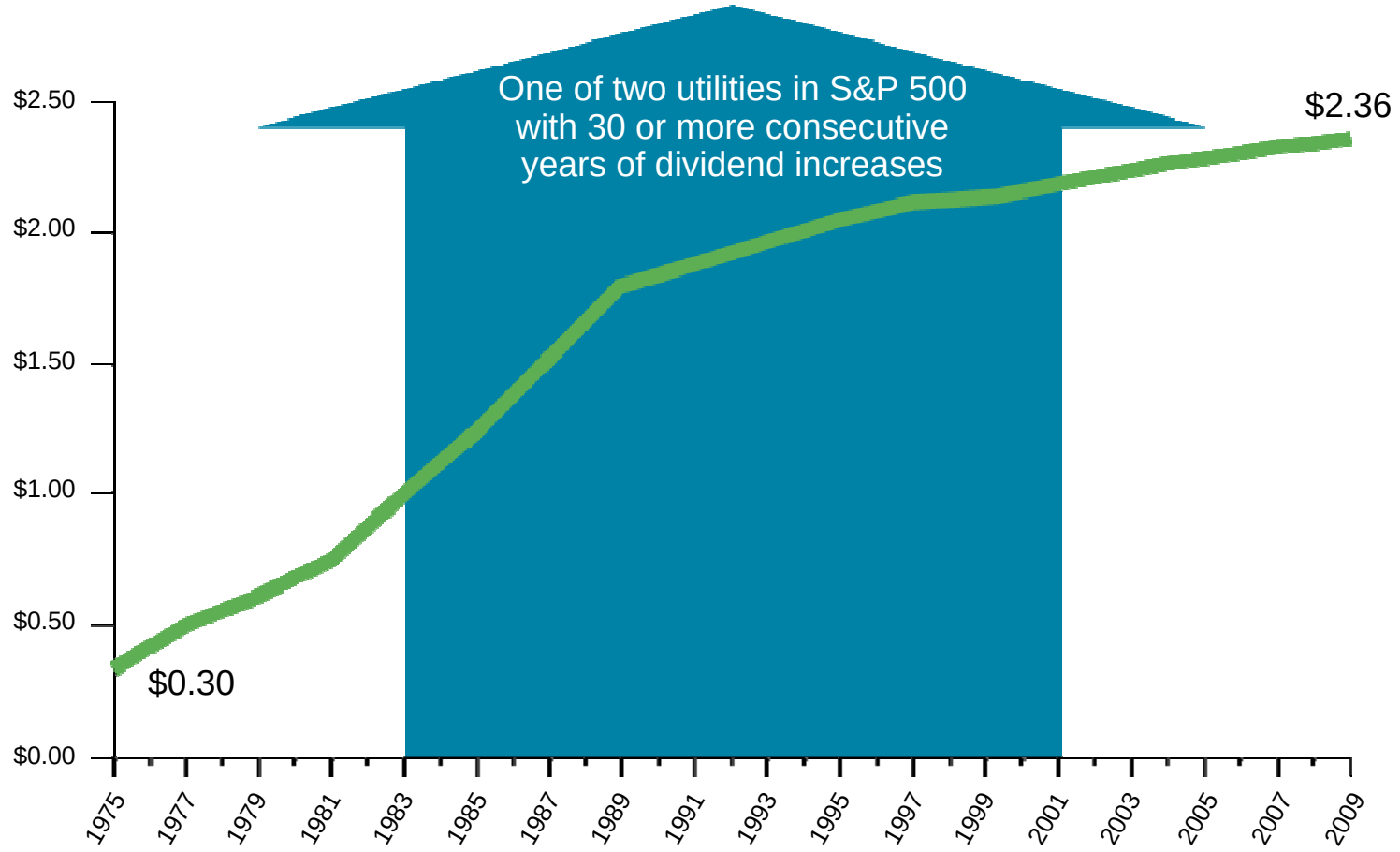
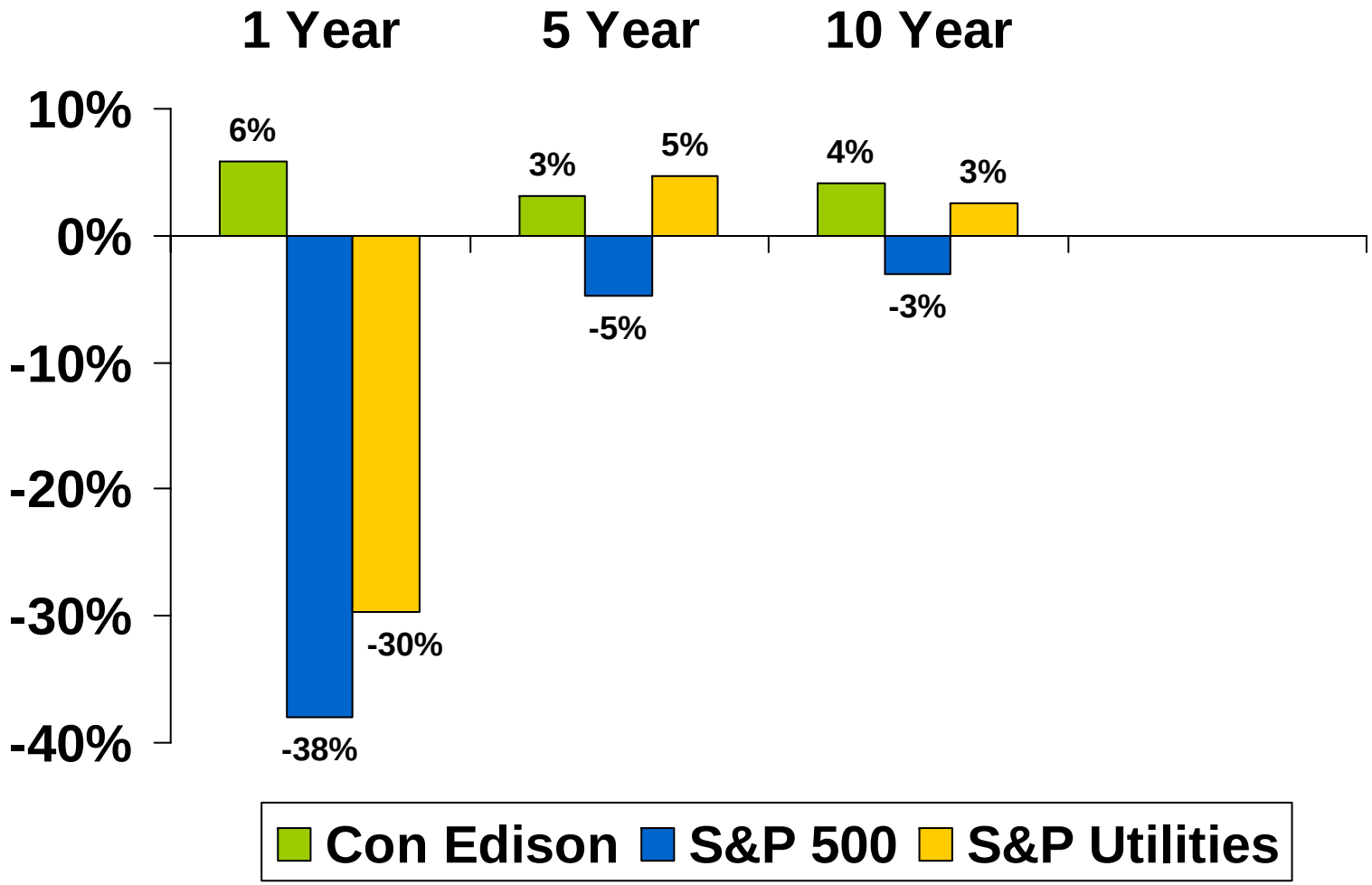
Credit Ratings Summary

	Standard & Poor's	Moody's	Fitch
Consolidated Edison, Inc.			
Senior unsecured debt	BBB+	A 2	BBB+
Commercial paper	A-2	P-1	F 2
Consolidated Edison Co. of New York			
Senior unsecured debt	A-	A 1	A-
Commercial paper	A-2	P 1	F 2
Orange and Rockland Utilities, Inc.			
Senior unsecured debt	A-	A 2	A
Commercial paper	A-2	P-1	F 2

S&P's and Fitch ratings carry a Stable Outlook. Moody's ratings are on review for possible downgrade.

A Compelling Dividend Record:
35 Consecutive Years of Dividend Increases

Annualized Dividend 1975 - 2009



Total Shareholder Return
Periods Ended March 31, 2009