

CONSOL ENERGY INC
Form 4
May 05, 2008

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Hardesty David C Jr

(Last) (First) (Middle)

1800 WASHINGTON ROAD

(Street)

PITTSBURGH, PA 15241

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CONSOL ENERGY INC [CNX]

3. Date of Earliest Transaction
(Month/Day/Year)
05/02/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Shares, \$0.01 par value per share	05/02/2008		M		3,404	A	\$ 34.81	9,666	D
Common Shares, \$0.01 par value per share	05/02/2008		M		1,974	A	\$ 44.1	11,640	D
Common Shares,	05/02/2008		S		100	D	\$ 80.76	11,540	D

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\$0.01 par value per share							
Common Shares, \$0.01 par value per share	05/02/2008	S	1,500	D	\$ 80.779	10,040	D
Common Shares, \$0.01 par value per share	05/02/2008	S	400	D	\$ 80.78	9,640	D
Common Shares, \$0.01 par value per share	05/02/2008	S	100	D	\$ 80.83	9,540	D
Common Shares, \$0.01 par value per share	05/02/2008	S	100	D	\$ 80.84	9,440	D
Common Shares, \$0.01 par value per share	05/02/2008	S	100	D	\$ 80.85	9,340	D
Common Shares, \$0.01 par value per share	05/02/2008	S	137	D	\$ 80.86	9,203	D
Common Shares, \$0.01 par value per share	05/02/2008	S	100	D	\$ 80.94	9,103	D
Common Shares, \$0.01 par value per share	05/02/2008	S	100	D	\$ 80.95	9,003	D
Common Shares, \$0.01 par	05/02/2008	S	100	D	\$ 80.96	8,903	D

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value per share							
Common Shares, \$0.01 par value per share	05/02/2008	S	100	D	\$ 80.97	8,803	D
Common Shares, \$0.01 par value per share	05/02/2008	S	395	D	\$ 81	8,408	D
Common Shares, \$0.01 par value per share	05/02/2008	S	246	D	\$ 81.01	8,162	D
Common Shares, \$0.01 par value per share	05/02/2008	S	200	D	\$ 81.02	7,962	D
Common Shares, \$0.01 par value per share	05/02/2008	S	100	D	\$ 81.03	7,862	D
Common Shares, \$0.01 par value per share	05/02/2008	S	300	D	\$ 81.04	7,562	D
Common Shares, \$0.01 par value per share	05/02/2008	S	300	D	\$ 81.09	7,262	D
Common Shares, \$0.01 par value per share	05/02/2008	S	600	D	\$ 81.11	6,662	D
Common Shares, \$0.01 par value per share	05/02/2008	S	100	D	\$ 81.12	6,562	D

share

Common Shares, \$0.01 par value per share

05/02/2008

S 100 D \$ 81.22 6,462 D

Common Shares, \$0.01 par value per share

05/02/2008

S 200 D \$ 81.23 6,262 ⁽¹⁾ D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (right to buy)	\$ 34.81	05/02/2008		D	3,404	⁽²⁾ 10/19/2015	Common Shares, \$0.01 par value per share	3,404
Stock Option (right to buy)	\$ 44.1	05/02/2008		D	1,974	⁽³⁾ 05/02/2016	Common Shares, \$0.01 par value per share	1,974

Reporting Owners

Relationships

Reporting Owner Name / Address

Reporting Owners

Director	10% Owner	Officer	Other
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Hardesty David C Jr
1800 WASHINGTON ROAD X
PITTSBURGH, PA 15241

Signatures

/s/ David C. Hardesty, Jr. by Alexander Reyes, his
attorney-in-fact

05/05/2008

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Of the 6,262 shares owned directly, 3,861 are restricted stock units including dividend equivalent rights.
- (2) Stock option grant provides that options will vest 1/3 per year beginning October 19, 2006.
- (3) Stock option grant provides that options will vest 1/3 per year beginning May 2, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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