

HARVEY J BRETT
Form 4
November 07, 2011

FORM 4

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

OMB APPROVAL

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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 *
HARVEY J BRETT

(Last) (First) (Middle)
1000 CONSOL ENERGY DRIVE
(Street)

CANONSBURG, PA 15317

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CONSOL Energy Inc [CNX]

3. Date of Earliest Transaction
(Month/Day/Year)
11/03/2011

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)
Chairman and CEO

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 Indirect Beneficial Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common shares, \$0.01 par value per share | 11/03/2011 | | M | V | 120,000 A \$ 6.805 | 374,480 | D |
| Common shares, \$0.01 par value per share | 11/03/2011 | | S | | 82,447 D \$ 44.49 ⁽¹⁾ | 292,033 ⁽²⁾ | D |
| Common shares, | | | | | | 73,000 | I |
| | | | | | | | By 2010 GRAT |

| | | | | | | | |
|---|--|--|--|----------------------|---|--|--|
| \$0.01 par value per share | | | | | | | |
| Common shares, \$0.01 par value per share | | | | 12,904 | I | | By Revocable Trust ⁽³⁾ |
| Common shares, \$0.01 par value per share | | | | 2,000 | I | | By Spouse's Revocable Trust ⁽⁴⁾ |
| Common shares, \$0.01 par value per share | | | | 9,481 ⁽⁵⁾ | I | | By Trust for Daughter |
| Common shares, \$0.01 par value per share | | | | 9,481 ⁽⁵⁾ | I | | By Trust for Daughter |
| Common shares, \$0.01 par value per share | | | | 9,481 ⁽⁵⁾ | I | | By Trust for Son |

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

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(9-02)

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 Acquired (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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |

| | | | | | | | | |
|--------------------------------------|----------|------------|---|---------|-----|------------|---|---------|
| Stock Option (right to buy) | \$ 6.805 | 11/03/2011 | M | 120,000 | (6) | 09/10/2012 | Common shares, \$0.01 par value per share | 120,000 |
|--------------------------------------|----------|------------|---|---------|-----|------------|---|---------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HARVEY J BRETT 1000 CONSOL ENERGY DRIVE CANONSBURG, PA 15317 | X | | Chairman and CEO | |

Signatures

/s/ J. Brett Harvey by Stephanie Gill, his
attorney-in-fact

11/07/2011

__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).

- Represents the weighted average sales price of multiple sales transactions ranging in price from \$44.40 to \$44.60. The reporting person
- (1) agrees to provide full information regarding the number of shares sold at each separate price upon request by the SEC Commission staff, the Issuer or a security holder of the Issuer.
 - (2) Of the 292,033 shares owned directly, 48,268 are restricted stock units and deferred shares (including dividend equivalent rights).
 - (3) Shares held in Mr. Harvey's Amended and Restated Revocable Trust, dated December 17, 2007, in which Mr. and Mrs. Harvey serve as trustees.
 - (4) Shares held in Mrs. Harvey's Amended and Restated Revocable Trust, dated December 17, 2007, in which Mr. and Mrs. Harvey serve as trustees.
 - (5) The reporting person disclaims beneficial ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for the purposes of Section 16 or for any other purpose.
 - (6) Stock option grant provides that options vest 25% per year beginning on September 10, 2003.

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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