

CONSOL ENERGY INC

Form 4

May 07, 2007

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DEIULIIS N J

(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)
05/03/2007

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

CEO & President of CNX Gas

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 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	05/03/2007		M ⁽¹⁾	2,740 A	\$ 22.75 14,441	D	
Common shares, \$0.01 par value per share	05/03/2007		S ⁽¹⁾	400 D	\$ 42.49 14,041	D	
Common shares,	05/03/2007		S ⁽¹⁾	200 D	\$ 42.63 13,841	D	

\$0.01 par
value per
share

Common
shares,
\$0.01 par
value per
share

05/03/2007

S(1)

340

D

\$
42.64

13,501

D

Common
shares,
\$0.01 par
value per
share

05/03/2007

S(1)

100

D

\$
42.68

13,401

D

Common
shares,
\$0.01 par
value per
share

05/03/2007

S(1)

200

D

\$ 42.7

13,201

D

Common
shares,
\$0.01 par
value per
share

05/03/2007

S(1)

300

D

\$
42.71

12,901

D

Common
shares,
\$0.01 par
value per
share

05/03/2007

S(1)

100

D

\$
42.76

12,801

D

Common
shares,
\$0.01 par
value per
share

05/03/2007

S(1)

100

D

\$
42.77

12,701

D

Common
shares,
\$0.01 par
value per
share

05/03/2007

S(1)

400

D

\$
42.78

12,301

D

Common
shares,
\$0.01 par
value per
share

05/03/2007

S(1)

100

D

\$
42.83

12,201

D

Common
shares,
\$0.01 par

05/03/2007

S(1)

200

D

\$
42.84

12,001

D

value per
share

Common
shares,
\$0.01 par
value per
share

05/03/2007

S⁽¹⁾

100

D

\$
42.87

11,901

D

Common
shares,
\$0.01 par
value per
share

05/03/2007

S⁽¹⁾

200

D

\$
42.8911,701 ⁽²⁾

D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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)		8. De Sec (In
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 22.75	05/03/2007		M ⁽¹⁾	2,740	⁽³⁾	05/03/2015	Common shares, \$0.01 par value per share	2,740	

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
DEIULIIS N J 1800 WASHINGTON ROAD PITTSBURGH, PA 15241	CEO & President of CNX Gas

Signatures

/s/ N J DeIuliis by Alexander Reyes, his
attorney-in-fact

05/07/2007

__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) Transaction effected pursuant to Rule 10b5-1 trading plan adopted by the reporting person of August 1, 2005.
- (2) Of the 11,701 shares owned directly, 11,692 are restricted stock units including dividend equivalent rights.
- (3) Stock option grant provides that options vest 25% per year beginning on May 3, 2006.

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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