

CONSOL ENERGY INC  
Form 4  
February 08, 2008

**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 \*  
ALTMeyer JAMES E

(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)  
02/06/2008

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  | (D)  | Price                             |        |   |
| Common shares, \$0.01 par value per share | 02/06/2008                           |  | M                              |   | 8,000   | A  | \$ 10.775                         | 19,609 | D |
| Common shares, \$0.01 par value per share | 02/06/2008                           |  | S                              |   | 100   | D  | \$ 74.02                          | 19,509 | D |
| Common shares,                            | 02/06/2008                           |  | S                              |   | 35  | D  | \$ 74.03                          | 19,474 | D |

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|   |            |   |       |   |            |                       |   |                              |
|---|------------|---|-------|---|------------|-----------------------|---|------------------------------|
| \$0.01 par value per share                |            |   |       |   |            |                       |   |                              |
| Common shares, \$0.01 par value per share | 02/06/2008 | S | 100   | D | \$ 74.0375 | 19,374                | D |                              |
| Common shares, \$0.01 par value per share | 02/06/2008 | S | 100   | D | \$ 74.04   | 19,274                | D |                              |
| Common shares, \$0.01 par value per share | 02/06/2008 | S | 400   | D | \$ 74.045  | 18,874                | D |                              |
| Common shares, \$0.01 par value per share | 02/06/2008 | S | 7,265 | D | \$ 74.05   | 11,609                | D |                              |
| Common shares, \$0.01 par value per share | 02/07/2008 | M | 3,332 | A | \$ 22.75   | 14,941                | D |                              |
| Common shares, \$0.01 par value per share | 02/07/2008 | S | 3,332 | D | \$ 75      | 11,609                | D |                              |
| Common shares, \$0.01 par value per share | 02/07/2008 | M | 987   | A | \$ 44.1    | 12,596                | D |                              |
| Common shares, \$0.01 par value per share | 02/07/2008 | S | 987   | D | \$ 75      | 11,609 <sup>(1)</sup> | D |                              |
| Common shares, \$0.01 par                 |            |   |       |   |            | 1,600                 | I | Trust for the benefit of the |

value per share

reporting person's wife

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) | 8. Derivative Securities (Instr. 3 and 4) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                     | Amount or Number of Shares |
| Stock Option (right to buy)                | \$ 10.775  | 02/06/2008                           |  | M                              | 8,000   | <u>(2)</u>   | 11/07/2013  | Common shares, \$0.01 par value per share | 8,000                      |
| Stock Option (right to buy)                | \$ 22.75   | 02/07/2008                           |  | M                              | 3,332   | <u>(3)</u>   | 05/03/2015  | Common shares, \$0.01 par value per share | 3,332                      |
| Stock Option (right to buy)                | \$ 44.1  | 02/07/2008                           |  | M                              | 987   | <u>(4)</u>   | 05/02/2016  | Common shares, \$0.01 par value per share | 987                        |

## Reporting Owners

| Reporting Owner Name / Address | Relationships |           |         |       |
|--------------------------------|---------------|-----------|---------|-------|
|                                | Director      | 10% Owner | Officer | Other |
|                                | X             |           |         |       |

ALTMAYER JAMES E  
1800 WASHINGTON ROAD  
PITTSBURGH, PA 15241

## Signatures

/s/ James E. Altmeyer by Alexander Reyes, his  
attorney-in-Fact

02/08/2008

\_\_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 11,609 shares owned directly, 2,659 are restricted stock units including dividend equivalent rights.
  - (2) Stock option grant provides that options vest one third per year beginning November 7, 2004.
  - (3) Stock option grant provides that options vest one third per year beginning May 3, 2006.
  - (4) Stock option grant provides that options vest one third per year beginning May 2, 2007.

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