CONSOL Energy Inc
Form 4
February 03, 2015

FORM 4

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

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 Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(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)
12/06/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 (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)
			Code	V	Amount	(A) or (D)	Price			
Common shares, $0.01 par value per share	01/30/2015		A		334,324 (1)	A	$ 0	988,723	D	
Common shares, $0.01 par value per share	01/30/2015		F		153,856 (2)	D	$ 28.95	834,867	D	
Common shares,	01/30/2015		F		12,398 (3)	D	$ 28.95	822,469	D	

$0.01 par value per share										
Common shares, $0.01 par value per share	12/09/2014		G	V	7,668	D	$ 0	814,801 [(4)]	D	
Common shares, $0.01 par value per share	12/03/2014		G	V	27,714	A	$ 0	179,314	I	By Revocable Trust [(5)]
Common shares, $0.01 par value per share	12/06/2013		G	V	21,608	A	$ 0	200,922	I	By Revocable Trust [(5)]
Common shares, $0.01 par value per share	12/03/2014		G	V	35,089	D	$ 0	0	I	By 2013-2 GRAT
Common shares, $0.01 par value per share	12/06/2013		G	V	21,608	D	$ 0	0	I	By 2011 GRAT
Common shares, $0.01 par value per share	12/03/2014		G	V	2,457	A	$ 0	12,837	I	By Trust for Daughter [(7)]
Common shares, $0.01 par value per share	12/03/2014		G	V	2,459	A	$ 0	12,838	I	By Trust for Daughter [(7)]
Common shares, $0.01 par value per share	12/03/2014		G	V	2,459	A	$ 0	12,839	I	By Trust for Son [(7)]
Common shares, $0.01 par								2,000	I	By Spouse's Revocable

value per share			Trust [6]
Common shares, $0.01 par value per share	22,256	I	By 2013-1 GRAT
Common shares, $0.01 par value per share	20,208	I	By 2014-1 GRAT
Common shares, $0.01 par value per share	50,996	I	By 401 (K) Plan [8]

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

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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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

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

HARVEY J BRETT
1000 CONSOL ENERGY DRIVE
CANONSBURG, PA 15317

Signatures

/s/ J. Brett Harvey by Gregory V. Guinto, his attorney-in-fact	02/03/2015
**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) Represents the vesting and settlement of performance share units previously granted to the reporting person under the Long Term Incentive Program for the 2012-2014 performance period.

(2) Represents shares withheld to satisfy the reporting person's tax liability resulting from the vesting and settlement of the performance share units previously reported herein.

(3) Represents shares withheld to satisfy the reporting person's tax liability resulting from the vesting of restricted stock units previously granted to him.

(4) Of the 814,801 shares owned directly, 77,197 are restricted stock units and deferred shares (including dividend equivalent rights).

(5) Shares held in Mr. Harvey's Amended and Restated Revocable Trust, dated December 17, 2007, in which Mr. and Mrs. Harvey serve as Trustees.

(6) Shares held in Mrs. Harvey's Amended and Restated Revocable Trust, dated December 17, 2007, in which Mr. and Mrs. Harvey serve as Trustees.

(7) 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.

(8) This number includes 531 shares acquired by the reporting person's 401 (K) account since 12/04/2014.

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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