

CONSOL ENERGY INC
Form 5/A
February 11, 2005

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
Expires: January 31, 2005
Estimated average burden hours per response... 1.0

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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
SMITH RONALD 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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2004

4. If Amendment, Date Original Filed(Month/Day/Year)
02/05/2005

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Reporting

(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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Shares	05/28/2004	Â	J	40 ⁽¹⁰⁾	A	\$ 30.39	27,040	D	Â
Common Shares	09/02/2004	Â	J	37 ⁽¹⁰⁾	A	\$ 33.34	27,077	D	Â
Common Shares	11/29/2004	Â	J	29 ⁽¹⁰⁾	A	\$ 43.32	27,106	D	Â
Common Shares - Restricted	05/28/2004	Â	J	82 ⁽¹¹⁾	A	\$ 30.85	27,188	D	Â

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Common Shars - Restricted	09/02/2004	Â	J	75 ⁽¹¹⁾	A	\$ 33.54	27,263	D	Â
Common Shares - Restricted	11/29/2004	Â	J	59 ⁽¹¹⁾	A	\$ 42.59	27,338	D	Â

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

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SEC 2270
(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)		
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 16	Â	Â	Â	Â	Â	04/29/1999 ⁽¹⁾	04/29/2009	Common Shares	44,000
Stock Options	\$ 18.81	Â	Â	Â	Â	Â	10/25/2000 ⁽²⁾	10/25/2010	Common Shares	43,000
Stock Options	\$ 30.18	Â	Â	Â	Â	Â	03/01/2001 ⁽³⁾	03/01/2011	Common Shares	100
Stock Options	\$ 26.53	Â	Â	Â	Â	Â	10/25/2001 ⁽⁴⁾	10/25/2011	Common Shares	55,000
Stock Options	\$ 13.61	Â	Â	Â	Â	Â	09/10/2002 ⁽⁵⁾	09/10/2012	Common Shares	55,000
Stock Options	\$ 17.2	Â	Â	Â	Â	Â	04/30/2003 ⁽⁶⁾	04/30/2013	Common Shares	65,000
Stock Options	\$ 17.2	Â	Â	Â	Â	Â	04/30/2003 ⁽⁷⁾	04/30/2013	Common Shares	100
Stock Options	\$ 30.78	Â	Â	Â	Â	Â	04/27/2004 ⁽⁸⁾	04/27/2014	Common Shares	39,775
Stock Options	\$ 30.78	Â	Â	Â	Â	Â	04/27/2004 ⁽⁹⁾	04/27/2014	Common Shares	100

