

CONSOL ENERGY INC
Form 3
August 26, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Stanhagen William D</p> <p>(Last) (First) (Middle)</p> <p>1800 WASHINGTON ROAD</p> <p>(Street)</p> <p>PITTSBURGH, PA 15241</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>08/16/2005</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>CONSOL ENERGY INC [CNX]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Vice President, Land</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common shares	4,551 ⁽¹⁾	D	∆
Common shares	200 ⁽²⁾	I	By child
Common shares	200 ⁽²⁾	I	By child

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Stock option (right to buy)	Â (3)	10/25/2011	Common shares	2,063	\$ 26.53	D	Â
Stock option (right to buy)	Â (4)	09/10/2012	Common shares	5,000	\$ 13.61	D	Â
Stock option (right to buy)	Â (5)	04/30/2013	Common shares	4,125	\$ 17.2	D	Â
Stock option (right to buy)	Â (6)	04/27/2014	Common shares	4,500	\$ 30.78	D	Â
Stock option (right to buy)	11/03/2005 ⁽⁷⁾	05/03/2015	Common shares	100	\$ 45.5	D	Â
Stock option (right to buy)	Â (8)	05/03/2015	Common shares	2,242	\$ 45.5	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Stanhagen William D 1800 WASHINGTON ROAD PITTSBURGH, PA 15241	Â	Â	Â Vice President, Land	Â

Signatures

William D. Stanhagen by Paige M. Greene, his attorney-in-fact

08/26/2005

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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 4,551 shares owned directly, 3,296 are restricted stock units including dividend equivalent rights and 1,255 shares of common stock are held pursuant to the company's 401(k) plan.

(2) The shares are owned by the reporting person's adult child, who resides in his household; the reporting person disclaims beneficial ownership of those shares, and the inclusion of such shares shall not be an admission that the reporting person is the beneficial owner for purposes of Section 16 under the Exchange Act of 1934, as amended.

(3) Stock option grant provides that stock options vest 25% per year beginning on October 25, 2002.

(4) Stock option grant provides that stock options vest 25% per year beginning on September 10, 2003.

(5) Stock option grant provides that stock options vest 25% per year beginning on April 30, 2004.

(6) Stock option grant provides that stock options vest 25% per year beginning on April 27, 2005.

(7) Stock option grant provides that stock option vests 100% on November 3, 2005.

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(8) Stock option grant provides that stock 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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