

CONSOL Energy Inc  
Form 4  
February 03, 2015

**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 \*  
**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)

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 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
Common shares, \$0.01 par value per share	01/30/2015		F		153,856 (2)	D	\$ 28.95 834,867
Common shares,	01/30/2015		F		12,398 (3)	D	\$ 28.95 822,469

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\$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 <sup>(4)</sup>	D	
Common shares, \$0.01 par value per share	12/03/2014	G	V	27,714	A	\$ 0	179,314	I	By Revocable Trust <sup>(5)</sup>
Common shares, \$0.01 par value per share	12/06/2013	G	V	21,608	A	\$ 0	200,922	I	By Revocable Trust <sup>(5)</sup>
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 <sup>(7)</sup>
Common shares, \$0.01 par value per share	12/03/2014	G	V	2,459	A	\$ 0	12,838	I	By Trust for Daughter <sup>(7)</sup>
Common shares, \$0.01 par value per share	12/03/2014	G	V	2,459	A	\$ 0	12,839	I	By Trust for Son <sup>(7)</sup>
Common shares, \$0.01 par							2,000	I	By Spouse's Revocable

value per share				Trust <sup>(6)</sup>
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 <sup>(8)</sup>

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6)
				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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.