

CONSOL ENERGY INC

Form 4

August 03, 2007

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
LILLY PETER B

(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)
08/01/2007

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)

President - Coal Group

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)
Common shares, \$0.01 par value per share	08/01/2007		S ⁽¹⁾	100 D	\$ 41.89 89,121	D	
Common shares, \$0.01 par value per share	08/01/2007		S ⁽¹⁾	500 D	\$ 42.02 88,621	D	
Common shares,	08/01/2007		S ⁽¹⁾	300 D	\$ 42.16 88,321	D	

\$0.01 par
value per
share

Common
shares,
\$0.01 par
value per
share

08/01/2007

S(1)

100

D

\$
42.26

88,221

D

Common
shares,
\$0.01 par
value per
share

08/01/2007

S(1)

300

D

\$ 42.3

87,921

D

Common
shares,
\$0.01 par
value per
share

08/01/2007

S(1)

100

D

\$
42.31

87,821

D

Common
shares,
\$0.01 par
value per
share

08/01/2007

S(1)

100

D

\$
42.39

87,721

D

Common
shares,
\$0.01 par
value per
share

08/01/2007

S(1)

300

D

\$ 42.5

87,421

D

Common
shares,
\$0.01 par
value per
share

08/01/2007

S(1)

100

D

\$
42.51

87,321

D

Common
shares,
\$0.01 par
value per
share

08/01/2007

S(1)

200

D

\$
42.52

87,121

D

Common
shares,
\$0.01 par
value per
share

08/01/2007

S(1)

100

D

\$
42.54

87,021

D

Common
shares,
\$0.01 par

08/01/2007

S(1)

200

D

\$ 42.6

86,821 ⁽²⁾

D

value per
share

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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. Number of Derivative Securities Beneficially Owned Following Reported 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
LILLY PETER B 1800 WASHINGTON ROAD PITTSBURGH, PA 15241	President - Coal Group

Signatures

/s/ Peter B. Lilly by Stephanie Gill, his
attorney-in-fact

08/03/2007

__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) Transaction effected pursuant to Rule 10b5-1 trading plan adopted by the reporting person on August 16, 2006.

(2) Of the 86,821 shares owned directly, 41,167 are restricted stock units including dividend equivalent rights.

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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