

CONSOL Energy Inc
 Form 4
 May 26, 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 *
 Ritter Lorraine L.

(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)
 05/24/2013

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)
 Controller and Vice President

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)
			Code	V	Amount (A) or (D) Price		
Common shares, \$0.01 per share	05/24/2013		P		50 ⁽¹⁾ A \$ 35.7584	19,484	D
Common shares, \$0.01 per share	05/24/2013		A		14 ⁽²⁾ A \$ 0	19,498	D
Common shares, \$0.01 per share	06/01/2013		S		851 ⁽³⁾ D \$ 34.74	18,647	D

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Common shares, \$0.01 per share	08/23/2013	P	<u>60</u> ⁽¹⁾ ₍₄₎	A	\$ 33.8501	18,707	D
Common shares, \$0.01 per share	08/23/2013	A	<u>5</u> ⁽²⁾	A	\$ 0	18,712	D
Common shares, \$0.01 per share	12/04/2013	P	<u>55</u> ⁽¹⁾ ₍₅₎	A	\$ 36.8932	18,767	D
Common shares, \$0.01 per share	12/04/2013	A	<u>5</u> ⁽²⁾	A	\$ 0	18,772	D
Common shares, \$0.01 per share	01/26/2014	S	<u>181</u> ⁽³⁾ ₍₄₎	D	\$ 37.25	18,591	D
Common shares, \$0.01 per share	01/31/2014	A	<u>3,347</u> ₍₆₎	A	\$ 0	21,938	D
Common shares, \$0.01 per share	02/23/2014	S	<u>139</u> ⁽³⁾ _{(5) (7)}	D	\$ 40.3	21,799	D
Common shares, \$0.01 per share	02/28/2014	P	<u>26</u> ⁽¹⁾ ₍₇₎	A	\$ 39.8135	21,825	D
Common shares, \$0.01 per share	02/28/2014	A	<u>5</u> ⁽²⁾	A	\$ 0	21,830	D
Common shares, \$0.01 per share	03/07/2014	M	2,500	A	\$ 15.39	24,330	D
Common shares, \$0.01 per share	03/07/2014	S	2,500	D	\$ 40.073	21,830	D
	05/30/2014	P	<u>24</u> ⁽¹⁾	A		21,854	D

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Common shares, \$0.01 per share					\$ 44.5231		
Common shares, \$0.01 per share	05/30/2014	A	4 ⁽²⁾	A	\$ 0	21,858	D
Common shares, \$0.01 per share	09/02/2014	P	26 ⁽¹⁾	A	\$ 40.1949	21,884	D
Common shares, \$0.01 per share	09/02/2014	A	5 ⁽²⁾	A	\$ 0	21,889	D
Common shares, \$0.01 per share	12/03/2014	P	28 ⁽¹⁾	A	\$ 37.8331	21,917	D
Common Shares, \$0.01 per share	12/03/2014	A	5 ⁽²⁾	A	\$ 0	21,922	D
Common Shares, \$0.01 per share	01/26/2015	S	218 ⁽³⁾ <u>(10)</u>	D	\$ 31.05	21,704	D
Common Shares, \$0.01 per share	01/30/2015	A	1,728 <u>(6)</u>	A	\$ 0	23,432	D
Common Shares, \$0.01 per share	01/31/2015	S	343 ⁽³⁾	D	\$ 28.95	23,089	D
Common Shares, \$0.01 per share	03/06/2015	P	37 ⁽¹⁾ <u>(10)</u>	A	\$ 30.3587	23,126	D
Common Shares, \$0.01 per share	03/06/2015	A	6 ⁽²⁾	A	\$ 0	23,132	D
	04/30/2015	M	1,976	A	\$ 22.75	25,108	D

Common Shares, \$0.01 per share

Common Shares, \$0.01 per share

Common Shares, \$0.01 per share

04/30/2015

S

1,976

D

\$ 30.5983

23,132 ⁽¹¹⁾

D

1,697

I

By 401(k) Plan

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

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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. Amount or Number of Shares
Stock Option (right to buy)	\$ 15.39	03/07/2014		M	2,500	⁽⁸⁾ 04/27/2014	Common Shares, \$0.01 per share	2,500
Stock Option (right to buy)	\$ 22.75	04/30/2015		M	1,976	⁽⁹⁾ 05/03/2015	Common Shares, par value \$0.01 per share	1,976

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer

Other

Ritter Lorraine L.
1000 CONSOL ENERGY DRIVE
CANONSBURG, PA 15317

Controller and Vice President

Signatures

/s/ Lorraine L. Ritter by Stephanie L. Gill, her
attorney-in-fact

05/26/2015

__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 shares of Company common stock acquired through a dividend reinvestment plan implemented by the reporting person.
- (2) Represents dividend equivalent rights earned under the Equity Incentive Plan as part of a grant of restricted stock units.
- (3) Represents shares withheld to satisfy the reporting person's tax liability resulting from the vesting of restricted stock units previously granted to her.

The reporting person's purchase of CONSOL Energy Inc. (the "Company") common stock reported herein was matchable under Section 16(b) of the Securities Exchange Act of 1934, as amended (the "Exchange Act:"), to the extent of 60 shares, with the reporting person's sale of shares of the Company's common stock on January 26, 2014. The reporting person has made arrangements with the Company to disgorge to the Company \$204.11, which represents the full amount of profit calculated in connection with the transactions.
- (4)

The reporting person's purchase of the Company's common stock reported herein was matchable under Section 16(b) of the Exchange Act, to the extent of 55 shares, with the reporting person's sale of 139 shares of the Company's common stock at a price of \$40.30 per share on February 23, 2014. The reporting person has made arrangements with the Company to disgorge to the Company \$188.31, which represents the full amount of profit calculated in connection with the transactions.
- (5) Grant of restricted stock units, which vest annually in equal installments over a period of three years, under the Company's Equity Incentive Plan.

The reporting person's purchase of the Company's common stock reported herein was matchable under Section 16(b) of the Exchange Act, to the extent of 26 shares, with the reporting person's sale of shares of the Company's common stock on February 23, 2014. The reporting person has made arrangements with the Company to disgorge to the Company \$12.80, which represents the full amount of profit calculated in connection with the transactions.
- (6) The option vested in four equal installments on April 27, 2005, 2006, 2007 and 2008.
- (7) The option vested in four equal installments on May 3, 2006, 2007, 2008 and 2009.

The reporting person's purchase of the Company's common stock reported herein was matchable under Section 16(b) of the Exchange Act, to the extent of 37 shares, with the reporting person's sale of shares of the Company's common stock on January 26, 2015. The reporting person has made arrangements with the Company to disgorge to the Company \$25.97, which represents the full amount of profit calculated in connection with the transactions.
- (8) Of the 23,132 shares owned directly, 3,977 are restricted stock units (including dividend equivalent rights).
- (9) Of the 23,132 shares owned directly, 3,977 are restricted stock units (including dividend equivalent rights).
- (10)
- (11)

Remarks:

This Form 4 was inadvertently filed late due to a misunderstanding about whether the reporting person was considered to be an

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