

HARVEY J BRETT
Form 4
December 13, 2012

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)
12/11/2012

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)
Chairman and CEO

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	Price	
Common shares, \$0.01 par value per share	12/11/2012		M		133,540	A \$ 15.39	438,424 D
Common shares, \$0.01 par value per share	12/11/2012		M		200	A \$ 15.39	438,624 D
Common shares,	12/11/2012		F		90,382	D \$ 33.83	348,242 D

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\$0.01 par value per share									
Common shares, \$0.01 par value per share	12/12/2012	G	V	3,018	D	\$ 0	345,224 ⁽¹⁾	D	
Common shares, \$0.01 par value per share	12/06/2012	G	V	28,849	D	\$ 0	21,608	I	By 2011 GRAT
Common shares, \$0.01 par value per share	12/06/2012	G	V	28,849	A	\$ 0	28,849	I	By Revocable Trust ⁽²⁾
Common shares, \$0.01 par value per share							9,481	I	By Trust for Daughter ⁽³⁾
Common shares, \$0.01 par value per share							9,481	I	By Trust for Daughter ⁽³⁾
Common shares, \$0.01 par value per share							9,481	I	By Trust for Son ⁽³⁾
Common shares, \$0.01 par value per share							2,000	I	By Spouse's Revocable Trust ⁽⁴⁾
Common shares, \$0.01 par value per share							27,904	I	By 2010 GRAT
Common shares, \$0.01 par							45,096	I	By 2012-1 GRAT

value per share

Common shares, \$0.01 par value per share

70,000

I

By 2012-2 GRAT

Common shares, \$0.01 par value per share

60,000

I

By 2012-3 GRAT

Common shares, \$0.01 par value per share

46,253

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number of Shares
Stock Option (right to buy)	\$ 15.39	12/11/2012		M	133,540	⁽⁵⁾ 04/27/2014	Common shares, \$0.01 par value per share 133,540
Stock Option (right to buy)	\$ 15.39	12/11/2012		M	200	04/27/2005 04/27/2014	Common shares, \$0.01 par value per share 200

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HARVEY J BRETT 1000 CONSOL ENERGY DRIVE CANONSBURG, PA 15317	X		Chairman and CEO	

Signatures

/s/ J. Brett Harvey by Stephanie L. Gill, his
attorney-in-fact

12/13/2012

__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) Of the 345,224 shares owned directly, 29,776 are restricted stock units and deferred shares (including dividend equivalent rights).
- (2) Shares held in Mr. Harvey's Amended and Restated Revocable Trust, dated December 17, 2007, in which Mr. and Mrs. Harvey serve as trustees.
- (3) 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 purpose of Section 16 or for any other purpose.
- (4) Shares held in Mrs. Harvey's Amended and Restated Revocable Trust, dated December 17, 2007, in which Mr. and Mrs. Harvey serve as trustees.
- (5) Stock option grant provides that options vest 25% per year beginning on April 27, 2005.

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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