CONSOL ENERGY INC
Form 4
December 26, 2007

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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 Number:	3235-0287
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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)
12/20/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
President - Coal Group

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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	12/20/2007		M (1)		10,000	A	$ 6.55	96,962	D	
Common shares, $0.01 par value per share	12/20/2007		S (1)		10,000	D	$ 70	86,962	D	
Common shares,	12/21/2007		M (1)		10,000	A	$ 6.55	96,962	D	

$0.01 par value per share								
Common shares, $0.01 par value per share	12/21/2007		S[(1)]	800	D	$ 70	96,162	D
Common shares, $0.01 par value per share	12/21/2007		S[(1)]	400	D	$ 70.01	95,762	D
Common shares, $0.01 par value per share	12/21/2007		S[(1)]	572	D	$ 70.02	95,190	D
Common shares, $0.01 par value per share	12/21/2007		S[(1)]	100	D	$ 70.03	95,090	D
Common shares, $0.01 par value per share	12/21/2007		S[(1)]	100	D	$ 70.04	94,990	D
Common shares, $0.01 par value per share	12/21/2007		S[(1)]	371	D	$ 70.05	94,619	D
Common shares, $0.01 par value per share	12/21/2007		S[(1)]	197	D	$ 70.06	94,422	D
Common shares, $0.01 par value per share	12/21/2007		S[(1)]	200	D	$ 70.07	94,222	D
Common shares, $0.01 par	12/21/2007		S[(1)]	100	D	$ 70.08	94,122	D

value per share								
Common shares, $0.01 par value per share	12/21/2007		S(1)	200	D	$ 70.11	93,922	D
Common shares, $0.01 par value per share	12/21/2007		S(1)	600	D	$ 70.12	93,322	D
Common shares, $0.01 par value per share	12/21/2007		S(1)	500	D	$ 70.13	92,822	D
Common shares, $0.01 par value per share	12/21/2007		S(1)	300	D	$ 70.14	92,522	D
Common shares, $0.01 par value per share	12/21/2007		S(1)	100	D	$ 70.145	92,422	D
Common shares, $0.01 par value per share	12/21/2007		S(1)	200	D	$ 70.15	92,222	D
Common shares, $0.01 par value per share	12/21/2007		S(1)	100	D	$ 70.16	92,122	D
Common shares, $0.01 par value per share	12/21/2007		S(1)	200	D	$ 70.19	91,922	D
Common shares, $0.01 par value per	12/21/2007		S(1)	100	D	$ 70.2	91,822	D

share								
Common shares, $0.01 par value per share	12/21/2007		S (1)	600	D	$ 70.21	91,222	D
Common shares, $0.01 par value per share	12/21/2007		S (1)	200	D	$ 70.24	91,022	D
Common shares, $0.01 par value per share	12/21/2007		S (1)	300	D	$ 70.25	90,722	D
Common shares, $0.01 par value per share	12/21/2007		S (1)	400	D	$ 70.27	90,322	D
Common shares, $0.01 par value per	12/21/2007		S (1)	100	D	$ 70.285	90,222	D
Common shares, $0.01 par value per	12/21/2007		S (1)	160	D	$ 70.38	90,062	D
Common shares, $0.01 par value per	12/21/2007		S (1)	100	D	$ 70.39	89,962	D
Common shares, $0.01 par value per	12/21/2007		S (1)	3,000	D	$ 70.79	86,962 (2)	D

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 or Number of Shares
Stock Option (right to buy)	$ 6.55	12/20/2007		M[(1)](#)			10,000	[(3)](#)	11/01/2012	Common shares, $0.01 par value per share	10,000
Stock Option (right to buy)	$ 6.55	12/21/2007		M[(1)](#)			10,000	[(3)](#)	11/01/2012	Common shares, $0.01 par value per share	10,000

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	12/26/2007
**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 May 12, 2006.

(2) Of the 86,962 shares owned directly, 41,308 are restricted stock units including dividend equivalent rights.

(3) Stock option grant provides that options vest 25% per year beginning November 1, 2003.

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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