

CONSOL ENERGY INC  
Form 4  
February 14, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
Hyita Bart J

(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)  
02/10/2006

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)  
Senior 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 par value per share | 02/10/2006                           |  | M                              |   | 5,250 A \$ 13.61  | 10,792   | D                                 |
| Common Shares, \$0.01 par value per share | 02/10/2006                           |  | M                              |   | 2,625 A \$ 17.2   | 13,417   | D                                 |
| Common Shares,                            | 02/10/2006                           |  | M                              |   | 100 A \$ 30.78  | 13,517   | D                                 |

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|   |            |  |   |       |   |          |                      |   |
|---|------------|--|---|-------|---|----------|----------------------|---|
| \$0.01 par value per share                |            |  |   |       |   |          |                      |   |
| Common Shares, \$0.01 par value per share | 02/10/2006 |  | M | 100   | A | \$ 45.5  | 13,617               | D |
| Common Shares, \$0.01 par value per share | 02/10/2006 |  | S | 175   | D | \$ 62.85 | 13,442               | D |
| Common Shares, \$0.01 par value per share | 02/10/2006 |  | S | 3,800 | D | \$ 62.8  | 9,642                | D |
| Common Shares, \$0.01 par value per share | 02/10/2006 |  | S | 3,200 | D | \$ 62.77 | 6,442                | D |
| Common Shares, \$0.01 par value per share | 02/10/2006 |  | S | 900   | D | \$ 62.73 | 5,542 <sup>(5)</sup> | D |

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. F... |           |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---------|-----------|
|  |  |                                      |  |                                | Code V (A) (D)  | Date Exercisable   | Expiration Date   | Title   | Amount or |

|                             |          |            |   |       |     |            |   | Number of Shares |
|-----------------------------|----------|------------|---|-------|-----|------------|---|------------------|
| Stock Option (right to buy) | \$ 13.61 | 02/10/2006 | M | 5,250 | (1) | 09/10/2012 | Common Shares, \$0.01 par value per share | 5,250            |
| Stock Option (right to buy) | \$ 17.2  | 02/10/2006 | M | 2,625 | (2) | 04/30/2013 | Common Shares, \$0.01 par value per share | 2,625            |
| Stock Option (right to buy) | \$ 30.78 | 02/10/2006 | M | 100   | (3) | 04/27/2014 | Common Shares, \$0.01 par value per share | 100              |
| Stock option (right to buy) | \$ 45.5  | 02/10/2006 | M | 100   | (4) | 05/03/2015 | Common Shares, \$0.01 par value per share | 100              |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |                       |       |
|--|---------------|-----------|-----------------------|-------|
|  | Director      | 10% Owner | Officer               | Other |
| Hyita Bart J<br>1800 WASHINGTON ROAD<br>PITTSBURGH, PA 15241 |               |           | Senior Vice President |       |

## Signatures

/s/ Bart J Hyita by P. Jerome Richey, his attorney-in-fact

02/14/2006

\*\*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) Stock option grant provided that stock options vest 25% per year beginning on September 10, 2003.

(2) Stock option grant provided that stock options vest 25% per year beginning on April 30, 2004.

(3) Stock option grant provided that stock option vests 100% on April 27, 2005.

(4) Stock option grant provided that stock option vests 100% on November 3, 2005.

(5) Of the 5,542 shares owned directly, 3,591 are restricted stock units including dividend equivalent rights and 791 shares are owned pursuant to the Company's 401(k) plan.

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