

CONSOL ENERGY INC
Form 4/A
February 22, 2005

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 *
Holt J A

(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)
02/15/2005

4. If Amendment, Date Original Filed(Month/Day/Year)
02/18/2005

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
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	02/15/2005		M		200	A	\$ 13.61
Common Shares	02/15/2005		S		200	D	\$ 43.41
Common Shares	02/15/2005		M		200	A	\$ 13.61
Common Shares	02/15/2005		S		200	D	\$ 43.42
Common Shares	02/15/2005		M		500	A	\$ 13.61

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Common Shares	02/15/2005	S	500	D	\$ 43.43	15,210	D
Common Shares	02/15/2005	M	100	A	\$ 13.61	15,310	D
Common Shares	02/15/2005	S	100	D	\$ 43.44	15,210	D
Common Shares	02/15/2005	M	200	A	\$ 13.61	15,410	D
Common Shares	02/15/2005	S	200	D	\$ 43.46	15,210	D
Common Shares	02/15/2005	M	200	A	\$ 13.61	15,410	D
Common Shares	02/15/2005	S	200	D	\$ 43.47	15,210	D
Common Shares	02/15/2005	M	400	A	\$ 13.61	15,610	D
Common Shares	02/15/2005	S	400	D	\$ 43.48	15,210	D

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

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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. Amount or Number of Shares
Stock Options	\$ 13.61	02/15/2005		M	200	09/10/2003 09/10/2013	Common Shares	200
Stock Option	\$ 13.61	02/15/2005		M	200	09/10/2003 09/10/2013	Common Shares	200
	\$ 13.61	02/15/2005		M	500	09/10/2003 09/10/2013		500

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Stock Options							Common Shares	
Stock Options	\$ 13.61	02/15/2005	M	100	09/10/2003	09/10/2013	Common Shares	100
Stock Options	\$ 13.61	02/15/2005	M	200	09/10/2003	09/10/2013	Common Shares	200
Stock Options	\$ 13.61	02/15/2005	M	200	09/10/2003	09/10/2013	Common Shares	200
Stock Options	\$ 13.61	02/15/2005	M	400	09/10/2003	09/10/2013	Common Shares	400
Stock Options	\$ 13.61	02/15/2005	M	200	09/10/2003	09/10/2013	Common Shares	200
Stock Options	\$ 13.61	02/15/2005	M	400	09/10/2003	09/10/2013	Common Shares	400
Stock Options	\$ 13.61	02/15/2005	M	200	09/10/2003	09/10/2013	Common Shares	200
Stock Options	\$ 13.61	02/15/2005	M	100	09/10/2003	09/10/2013	Common Shares	100
Stock Options	\$ 13.61	02/15/2005	M	50	09/10/2003	09/10/2013	Common Shares	50
Stock Options	\$ 13.61	02/15/2005	M	1,000	09/10/2003	09/10/2013	Common Shares	1,000
Stock Options	\$ 13.61	02/15/2005	M	50	10/25/2001	09/10/2013	Common Shares	50
Stock Options	\$ 18.81	02/15/2005	M	300	10/25/2001	10/25/2011	Common Shares	300
Stock Options	\$ 18.81	02/15/2005	M	500	10/25/2001	10/25/2011	Common Shares	500
Stock Options	\$ 18.81	02/15/2005	M	200	10/25/2001	10/25/2011	Common Shares	200
Stock Options	\$ 18.81	02/15/2005	M	100	10/25/2001	10/25/2011	Common Shares	100
Stock Options	\$ 18.81	02/15/2005	M	500	10/25/2001	10/25/2011	Common Shares	500
Stock Options	\$ 18.81	02/15/2005	M	2,100	10/25/2001	10/25/2011	Common Shares	2,100
Stock Options	\$ 18.81	02/15/2005	M	100	10/25/2001	10/25/2011	Common Shares	100
Stock Options	\$ 18.81	02/15/2005	M	100	10/25/2001	10/25/2011	Common Shares	100
	\$ 18.81	02/15/2005	M	900	10/25/2001	10/25/2011		900

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Instrument	Exercise Price	Grant Date	Relationship	Quantity	Expiration Date	Termination Date	Common Shares	Quantity
Stock Options	\$ 18.81	02/15/2005	M	600	10/25/2001	10/25/2011	Common Shares	600
Stock Options	\$ 18.81	02/15/2005	M	100	10/25/2001	10/25/2011	Common Shares	100
Stock Options	\$ 18.81	02/15/2005	M	200	10/25/2001	10/25/2011	Common Shares	200
Stock Options	\$ 18.81	02/15/2005	M	2,400	10/25/2001	10/25/2011	Common Shares	2,400
Common Shares	\$ 18.81	02/15/2005	M	50	10/25/2001	10/25/2011	Common Shares	50
Common Shares	\$ 18.81	02/15/2005	M	100	10/25/2001	10/25/2011	Common Shares	100

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Holt J A 1800 WASHINGTON ROAD PITTSBURGH, PA 15241			Vice President	

Signatures

J. A. Holt by P. M. Greene, his attorney-in-fact
02/22/2005

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).

Remarks:

FORM AMENDED TO REFLECT CORRECT EXERCISE PRICES

ALL TRANSACTIONS ARE PURSUANT TO RULE 10(b)-5 TRADING PLAN.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.