

CONSOL Energy Inc  
Form 8-K  
May 07, 2014

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

**FORM 8-K**

**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934**  
**Date of Report (Date of earliest event reported): May 7, 2014**

**CONSOL Energy Inc.**  
**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**  
  
**of incorporation)**

**001-14901**  
**(Commission**  
  
**File Number)**  
**CNX Center**

**51-0337383**  
**(IRS Employer**  
  
**Identification No.)**

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**1000 CONSOL Energy Drive**

**Canonsburg, Pennsylvania 15317**

**(Address of principal executive offices)**

**(Zip code)**

**Registrant's telephone number, including area code:**

**(724) 485-4000**

**Not applicable**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- ..  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ..  Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ..  Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ..  Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

On May 7, 2014, CONSOL Energy Inc. (the Company) held its 2014 Annual Meeting of Stockholders (the Annual Meeting) in Pittsburgh, Pennsylvania. The final results of the matters voted on at the Annual Meeting are provided below.

Proposal 1: The following individuals were elected as directors to hold office for a one-year term expiring at the annual meeting in 2015 or until their respective successors are elected and qualified:

| Director Name          | For         | Withheld   | Broker Non-Votes | Abstain |
|------------------------|-------------|------------|------------------|---------|
| J. Brett Harvey        | 185,375,007 | 17,164,228 | 5,981,237        | 50      |
| Nicholas J. DeLuliis   | 200,644,567 | 1,894,668  | 5,981,237        | 50      |
| Philip W. Baxter       | 182,821,239 | 19,717,996 | 5,981,237        | 50      |
| James E. Altmeyer, Sr. | 171,039,380 | 31,499,855 | 5,981,237        | 50      |
| Alvin R. Carpenter     | 200,629,015 | 1,910,220  | 5,981,237        | 50      |
| William E. Davis       | 200,108,225 | 2,431,010  | 5,981,237        | 50      |
| Raj K. Gupta           | 201,136,669 | 1,402,566  | 5,981,237        | 50      |
| David C. Hardesty, Jr. | 171,425,335 | 31,113,900 | 5,981,237        | 50      |
| Maureen E. Lally-Green | 201,441,555 | 1,097,680  | 5,981,237        | 50      |
| John T. Mills          | 183,022,365 | 19,516,670 | 5,981,237        | 50      |
| William P. Powell      | 200,435,716 | 2,103,519  | 5,981,237        | 50      |
| Joseph T. Williams     | 182,864,552 | 19,674,683 | 5,981,237        | 50      |

Proposal 2: Ernst & Young LLP was ratified as the Company's Independent Registered Public Accounting Firm for the fiscal year ending December 31, 2014.

|          |             |
|----------|-------------|
| For:     | 207,486,599 |
| Against: | 939,127     |
| Abstain: | 94,796      |

Proposal 3: A non-binding resolution regarding compensation paid to our named executive officers in 2013 was approved.

|                   |             |
|-------------------|-------------|
| For:              | 159,060,902 |
| Against:          | 43,270,098  |
| Abstain:          | 208,285     |
| Broker Non-Votes: | 5,981,237   |

Proposal 4: The shareholder proposal regarding political contributions was rejected.

|                   |             |
|-------------------|-------------|
| For:              | 23,604,800  |
| Against:          | 145,212,847 |
| Abstain:          | 33,721,638  |
| Broker Non-Votes: | 5,981,237   |

Proposal 5: The shareholder proposal regarding a climate change report was rejected.

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|                   |             |
|-------------------|-------------|
| For:              | 30,186,155  |
| Against:          | 138,371,318 |
| Abstain:          | 33,981,812  |
| Broker Non-Votes: | 5,981,237   |

Proposal 6: The shareholder proposal regarding an independent board chairman was rejected.

|                   |             |
|-------------------|-------------|
| For:              | 81,730,019  |
| Against:          | 120,690,973 |
| Abstain:          | 118,293     |
| Broker Non-Votes: | 5,981,237   |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**CONSOL ENERGY INC.**

By: /s/ Stephen W. Johnson  
Stephen W. Johnson  
Executive Vice President and Chief Legal  
and Corporate Affairs Officer

Dated: May 7, 2014