

HARVEY J BRETT

Form 4/A

February 22, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HARVEY J BRETT

(Last) (First) (Middle)

**CONSOL PLAZA, 1800
WASHINGTON ROAD**

(Street)

PITTSBURGH 15241

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
CONSOL ENERGY INC [CNX]

3. Date of Earliest Transaction
(Month/Day/Year)
02/16/2005

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)

President & 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Shares	02/16/2005		M		5,000	A	\$ 18.81
Common Shares	02/16/2005		S		5,000	D	\$ 43.79
Common Shares	02/16/2005		M		400	A	\$ 18.81
Common Shares	02/16/2005		S		400	D	\$ 43.75
Common Shares	02/16/2005		M		200	A	\$ 18.81

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Common Shares	02/16/2005	S	200	D	\$ 43.72	70,273	D
Common Shares	02/16/2005	M	1,400	A	\$ 18.81	71,673	D
Common Shares	02/16/2005	S	1,400	D	\$ 43.71	70,273	D
Common Shares	02/16/2005	M	2,200	A	\$ 18.81	72,473	D
Common Shares	02/16/2005	S	2,200	D	\$ 43.7	70,273	D
Common Shares	02/16/2005	M	400	A	\$ 18.81	70,673	D
Common Shares	02/16/2005	S	400	D	\$ 43.69	70,273	D
Common Shares	02/16/2005	M	400	A	\$ 18.81	70,673	D
Common Shares	02/16/2005	S	400	D	\$ 43.68	70,273	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. Underlying Securities (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 18.81	02/16/2005		M		5,000		10/25/2001	10/25/2011	Common Shares	5,000
Stock Options	\$ 18.81	02/16/2005		M		400		10/25/2001	10/25/2011	Common Shares	400
	\$ 18.81	02/16/2005		M		400		10/25/2001	10/25/2011		400

Stock Options								Common Shares	
Stock Options	\$ 18.81	02/16/2005	M	1,400	10/25/2001	10/25/2011	Common Shares	1,400	
Stock Options	\$ 18.81	02/16/2005	M	2,200	10/25/2001	10/25/2011	Common Shares	2,200	
Stock Options	\$ 18.81	02/16/2005	M	400	10/25/2001	10/25/2011	Common Shares	400	
Stock Options	\$ 18.81	02/16/2005	M	400	10/25/2001	10/25/2011	Common Shares	400	
Stock Options	\$ 18.81	02/16/2005	M	4,600	10/25/2001	10/25/2011	Common Shares	4,600	
Stock Options	\$ 18.81	02/16/2005	M	1,200	10/25/2001	10/25/2011	Common Shares	1,200	
Stock Options	\$ 18.81	02/16/2005	M	300	10/25/2001	10/25/2011	Common Shares	300	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HARVEY J BRETT CONSOL PLAZA 1800 WASHINGTON ROAD PITTSBURGH 15241	X		President & CEO	

Signatures

J. B. Harvey 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 CORRECT EXERCISE PRICE INFORMAITON

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

FORM 1 OF 8

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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