

CONSOL ENERGY INC
Form 4
July 31, 2007

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 *
CONSOL ENERGY INC

2. Issuer Name and Ticker or Trading Symbol
CNX Gas CORP [CXG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1800 WASHINGTON ROAD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/27/2007

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

PITTSBURGH, PA 15241

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

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

(City) (State) (Zip)

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 stock, \$0.01 par value per share | 07/27/2007 | | A | | 400 | A | \$ 26.87 | 123,054,067 | I ⁽¹⁾ | By wholly-owned subsidiary ⁽¹⁾ |
| Common stock, \$0.01 par value per share | 07/27/2007 | | A | | 3,700 | A | \$ 26.88 | 123,057,767 | I ⁽¹⁾ | By wholly-owned subsidiary ⁽¹⁾ |
| Common stock, | 07/27/2007 | | A | | 300 | A | \$ 26.89 | 123,058,067 | I ⁽¹⁾ | By wholly-owned |

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| | | | | | | | | |
|--|------------|---|-------|---|----------|-------------|------------------|---|
| \$0.01 par value per share | | | | | | | | subsidiary ⁽¹⁾ |
| Common stock, \$0.01 par value per share | 07/27/2007 | A | 1,000 | A | \$ 26.9 | 123,059,067 | I ⁽¹⁾ | By wholly-owned subsidiary ⁽¹⁾ |
| Common stock, \$0.01 par value per share | 07/27/2007 | A | 300 | A | \$ 26.92 | 123,059,367 | I ⁽¹⁾ | By wholly-owned subsidiary ⁽¹⁾ |
| Common stock, \$0.01 par value per share | 07/27/2007 | A | 800 | A | \$ 26.93 | 123,060,167 | I ⁽¹⁾ | By wholly-owned subsidiary ⁽¹⁾ |
| Common stock, \$0.01 par value per share | 07/27/2007 | A | 900 | A | \$ 26.94 | 123,061,067 | I ⁽¹⁾ | By wholly-owned subsidiary ⁽¹⁾ |
| Common stock, \$0.01 par value per share | 07/27/2007 | A | 200 | A | \$ 26.95 | 123,061,267 | I ⁽¹⁾ | By wholly-owned subsidiary ⁽¹⁾ |
| Common stock, \$0.01 par value per share | 07/27/2007 | A | 300 | A | \$ 26.96 | 123,061,567 | I ⁽¹⁾ | By wholly-owned subsidiary ⁽¹⁾ |
| Common stock, \$0.01 par value per share | 07/27/2007 | A | 900 | A | \$ 26.97 | 123,062,467 | I ⁽¹⁾ | By wholly-owned subsidiary ⁽¹⁾ |
| Common stock, \$0.01 par value per share | 07/27/2007 | A | 400 | A | \$ 26.98 | 123,062,867 | I ⁽¹⁾ | By wholly-owned subsidiary ⁽¹⁾ |
| Common stock, \$0.01 par | 07/27/2007 | A | 400 | A | \$ 26.99 | 123,063,267 | I ⁽¹⁾ | By wholly-owned subsidiary ⁽¹⁾ |

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| | | | | | | | | |
|--|------------|---|-------|---|----------|-------------|------------------|---|
| value per share | | | | | | | | |
| Common stock, \$0.01 par value per share | 07/27/2007 | A | 100 | A | \$ 27 | 123,063,367 | I ⁽¹⁾ | By wholly-owned subsidiary ⁽¹⁾ |
| Common stock, \$0.01 par value per share | 07/27/2007 | A | 1,900 | A | \$ 27.07 | 123,065,267 | I ⁽¹⁾ | By wholly-owned subsidiary ⁽¹⁾ |
| Common stock, \$0.01 par value per share | 07/27/2007 | A | 100 | A | \$ 27.08 | 123,065,367 | I ⁽¹⁾ | By wholly-owned subsidiary ⁽¹⁾ |
| Common stock, \$0.01 par value per share | 07/27/2007 | A | 100 | A | \$ 27.09 | 123,065,467 | I ⁽¹⁾ | By wholly-owned subsidiary ⁽¹⁾ |
| Common stock, \$0.01 par value per share | 07/27/2007 | A | 500 | A | \$ 27.1 | 123,065,967 | I ⁽¹⁾ | By wholly-owned subsidiary ⁽¹⁾ |
| Common stock, \$0.01 par value per share | 07/27/2007 | A | 100 | A | \$ 27.11 | 123,066,067 | I ⁽¹⁾ | By wholly-owned subsidiary ⁽¹⁾ |
| Common stock, \$0.01 par value per share | 07/27/2007 | A | 300 | A | \$ 27.13 | 123,066,367 | I ⁽¹⁾ | By wholly-owned subsidiary ⁽¹⁾ |
| Common stock, \$0.01 par value per share | 07/27/2007 | A | 100 | A | \$ 27.14 | 123,066,467 | I ⁽¹⁾ | By wholly-owned subsidiary ⁽¹⁾ |
| Common stock, \$0.01 par value per share | 07/27/2007 | A | 200 | A | \$ 27.17 | 123,066,667 | I ⁽¹⁾ | By wholly-owned subsidiary ⁽¹⁾ |

share

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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| CONSOL ENERGY INC 1800 WASHINGTON ROAD PITTSBURGH, PA 15241 | | X | | |
| CONSOLIDATION COAL CO 1800 WASHINGTON ROAD PITTSBURGH, PA 15241 | | X | | |

Signatures

/s/ P. Jerome Richey, Senior Vice President, General Counsel and Secretary of CONSOL Energy Inc.

07/31/2007

__Signature of Reporting Person

Date

/s/ Daniel S. Cangilla, Treasurer of Consolidation Coal Company

07/31/2007

__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) The shares are owned directly by Consolidation Coal Company ("CCC"), a wholly-owned subsidiary of CONSOL Energy Inc. ("CONSOL"). CONSOL is the indirect beneficial owner of the reported securities as the direct parent of CCC.

Remarks:

Exhibit List

Exhibit 99 -- Joint Filer Information

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.