

CONSOL Energy Inc
Form 3
July 22, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

| | | | | | |
|--|---|--|---|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â EINHORN DAVID</p> <p>(Last) (First) (Middle)</p> <p>140 EAST 45TH STREET, Â FLOOR 24</p> <p>(Street)</p> <p>NEW YORK, Â NY Â 10017</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>07/20/2015</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>CONSOL Energy Inc [CNX]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (give title below) (specify below) See Footnotes (1)-(10)</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|--|---|---|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock, \$0.01 par value | 775,926 | I <u>(1)</u> <u>(2)</u> <u>(3)</u> | See Footnote <u>(4)</u> |
| Common Stock, \$0.01 par value | 4,468,414 | I <u>(1)</u> <u>(2)</u> <u>(3)</u> | See Footnote <u>(5)</u> |
| Common Stock, \$0.01 par value | 8,289,052 | I <u>(1)</u> <u>(2)</u> <u>(3)</u> | See Footnote <u>(6)</u> |
| Common Stock, \$0.01 par value | 3,136,568 | I <u>(1)</u> <u>(2)</u> <u>(3)</u> | See Footnote <u>(7)</u> |
| Common Stock, \$0.01 par value | 3,198,085 | I <u>(1)</u> <u>(2)</u> <u>(3)</u> | See Footnote <u>(8)</u> |
| Common Stock, \$0.01 par value | 2,943,393 | I <u>(1)</u> <u>(2)</u> <u>(3)</u> | See Footnote <u>(9)</u> |
| Common Stock, \$0.01 par value | 129,000 | I <u>(1)</u> <u>(2)</u> <u>(3)</u> | See Footnote <u>(10)</u> |

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

SEC 1473 (7-02)

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currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--------------------|--|----------------------------------|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|------------------------|
| | Director | 10% Owner | Officer | Other |
| EINHORN DAVID 140 EAST 45TH STREET FLOOR 24 NEW YORK, NY 10017 | ^ | ^ X | ^ | See Footnotes (1)-(10) |
| GREENLIGHT CAPITAL INC 140 EAST 45TH STREET 24TH FLOOR NEW YORK, NY 10017 | ^ | ^ X | ^ | ^ |
| DME Advisors, LP 140 EAST 45TH STREET 24TH FLOOR NEW YORK, NY 10017 | ^ | ^ X | ^ | ^ |
| DME Capital Management, LP 140 EAST 45TH STREET 24TH FLOOR NEW YORK, NY 10017 | ^ | ^ X | ^ | ^ |
| DME Advisors GP, L.L.C. 140 EAST 45TH STREET 24TH FLOOR NEW YORK, NY 10017 | ^ | ^ X | ^ | ^ |
| Greenlight Masters, LLC 140 EAST 45TH STREET 24TH FLOOR NEW YORK, NY 10017 | ^ | ^ X | ^ | ^ |

Signatures

/s/ Daniel Roitman*, attorney-in-fact for David Einhorn

07/22/2015

**Signature of Reporting Person

Date

/s/ Daniel Roitman, Chief Operating Officer of Greenlight Capital, Inc.

07/22/2015

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| | |
|---|------------|
| __Signature of Reporting Person | Date |
| /s/ Daniel Roitman, Chief Operating Officer of DME Advisors GP, L.L.C., General Partner of DME Advisors, L.P. | 07/22/2015 |
| __Signature of Reporting Person | Date |
| /s/ Daniel Roitman, Chief Operating Officer of DME Capital Management, L.P. | 07/22/2015 |
| __Signature of Reporting Person | Date |
| /s/ Daniel Roitman, Chief Operating Officer of DME Advisors GP, L.L.C. | 07/22/2015 |
| __Signature of Reporting Person | Date |
| /s/ Daniel Roitman, Chief Operating Officer of Greenlight Masters, LLC | 07/22/2015 |
| __Signature of Reporting Person | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) David Einhorn is the president of Greenlight Capital, Inc. ("Greenlight Inc."), the senior manager of DME Advisors GP, LLC ("DME GP") and the Senior Manager of Greenlight Masters, LLC ("Masters LLC"). DME GP is the general partner of DME Advisors, LP ("DME") and DME Capital Management, LP ("DME CM"). Mr. Einhorn may be deemed to beneficially own the securities reported herein by virtue of his positions with respect to Greenlight Inc., DME GP and Masters LLC.
- (2) The foregoing entities control the disposition and voting of common stock (the "Common Stock") of CONSOL Energy Inc. ("Issuer"), owned by the following entities: Greenlight Capital, L.P. ("Greenlight Fund"), Greenlight Capital Qualified, L.P. ("Greenlight Qualified"), Greenlight Capital Offshore Partners ("Greenlight Offshore"), Greenlight Capital (Gold), LP ("Greenlight Gold"), Greenlight Capital Offshore Master (Gold), Ltd. ("Greenlight Gold Offshore"), an account managed by DME (the "Managed Account") and Greenlight Masters Partners ("Greenlight Masters", and, together with Greenlight Fund, Greenlight Qualified, Greenlight Offshore, Greenlight Gold, Greenlight Gold Offshore, the Managed Account, Greenlight Inc., DME GP, Masters LLC, DME, DME CM and Mr. Einhorn, the "Greenlight Parties"), in the respective capacities and quantities further described in the footnotes below.
- (3) Pursuant to Rule 16a-1 under the Securities Exchange Act of 1934, as amended (the "Act"), the Greenlight Parties disclaim beneficial ownership of the Common Stock except to the extent of their respective pecuniary interests therein. The filing of this Form 3 shall not be construed as an admission that any of the Greenlight Parties is or was for the purposes of Section 16(a) of the Act, or otherwise, the beneficial owner of any of the Common Stock owned by Greenlight Fund, Greenlight Qualified, Greenlight Offshore, Greenlight Gold, Greenlight Gold Offshore, the Managed Account or Greenlight Masters.
- (4) Greenlight Inc. controls the voting and disposition of 775,926 shares of Common Stock held for account of Greenlight Fund, for which Greenlight Inc. serves as investment manager.
- (5) Greenlight Inc. controls the voting and disposition of 4,468,414 shares of Common Stock held for account of Greenlight Qualified, for which Greenlight Inc. serves as investment manager.
- (6) Greenlight Inc. controls the voting and disposition of 8,289,052 shares of Common Stock held for account of Greenlight Offshore, for which Greenlight Inc. serves as investment manager.
- (7) DME CM controls the voting and disposition of 3,136,568 shares of Common Stock held for account of Greenlight Gold, for which DME CM serves as investment manager.
- (8) DME CM controls the voting and disposition of 3,198,085 shares of Common Stock held for account of Greenlight Gold Offshore, for which DME CM serves as investment manager.
- (9) DME controls the voting and disposition of 2,943,393 shares of Common Stock held for account of the Managed Account, for which DME serves as investment manager.
- (10) Masters LLC controls the voting and disposition of 129,000 Common Stock held for account of Greenlight Masters, for which Masters LLC serves as investment manager.

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Remarks:

*Â TheÂ PowerÂ ofÂ AttorneyÂ executedÂ byÂ DavidÂ Einhorn,Â authorizingÂ theÂ signatoryÂ toÂ signÂ andÂ fileÂ th

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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.