

CONSOL ENERGY INC  
Form 8-K  
January 29, 2008

**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): January 28, 2008**

**CONSOL Energy Inc.**

(Exact name of registrant as specified in its charter)

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

**001-14901**  
(Commission File Number)  
  
**Consol Plaza**

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

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**1800 Washington Road**

**Pittsburgh, Pennsylvania 15241**

(Address of principal executive offices)

(zip code)

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

**(412) 831-4000**

**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 8.01 Other Events.**

A copy of the press release issued by CONSOL Energy Inc. ( CONSOL Energy ) on January 29, 2008 announcing CONSOL Energy s intention to make an offer to acquire all of the outstanding shares of CNX Gas Corporation common stock that CONSOL Energy does not currently own is attached to this Form 8-K as Exhibit 99.1 and is incorporated herein by reference. A copy of the letter outlining the terms of the offer described in the press release is attached to this Form 8-K as Exhibit 99.2 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

*(d) Exhibits.*

Exhibit 99.1 Press release of CONSOL Energy Inc. dated January 29, 2008.

Exhibit 99.2 Letter of CONSOL Energy Inc. dated January 28, 2008.

**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/ P. Jerome Richey

**P. Jerome Richey**

**Vice President, General Counsel and Secretary**

Dated: January 29, 2008

**Exhibit Index**

- Exhibit 99.1 Press release of CONSOL Energy Inc. dated January 29, 2008.
- Exhibit 99.2 Letter of CONSOL Energy Inc. dated January 28, 2008.