

Rothka John
Form 4
January 31, 2019

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 *
Rothka John

(Last) (First) (Middle)

1000 CONSOL ENERGY DRIVE,
SUITE 100

(Street)

CANONSBURG, PA 15317

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

CONSOL Coal Resources LP [CCR]

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

01/29/2019

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

SEE REMARKS

6. Individual or Joint/Group Filing(Check Applicable Line)

X 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) |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Units (Limited Partner Interests) | 01/29/2019 | | M | 1,477 | A \$ 0 | 3,797 | D |
| Common Units (Limited Partner Interests) | 01/29/2019 | | F | 499 ⁽¹⁾ | D \$ 18.1 | 3,298 | D |
| Common Units | 01/31/2019 | | M | 616 | A \$ 0 | 3,914 | D |

(Limited Partner Interests)

Common Units

(Limited Partner Interests) 01/31/2019 F 208 ⁽¹⁾ D \$ 18.58 3,706 D

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

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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 or Derivative Security (Instr. 3) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|----|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| | | | | | | Code | V | (A) | (D) | |
| Phantom Units (rights to common units) | <u>(2)</u> | 01/29/2019 | | M | 1,477 | <u>(3)</u> | <u>(4)</u> | Common Units (Limited Partner Interests) | 1,477 | \$ |
| Phantom Units (rights to common units) | <u>(2)</u> | 01/31/2019 | | M | 616 | <u>(5)</u> | <u>(4)</u> | Common Units (Limited Partner Interests) | 616 | \$ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| Rothka John 1000 CONSOL ENERGY DRIVE, SUITE 100 | | | SEE REMARKS | |

CANONSBURG, PA 15317

Signatures

/s/ Martha A. Wiegand, as Attorney-in-Fact for John M.
Rothka

01/31/2019

__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) Represents common units withheld to satisfy the reporting person's tax liability from the vesting of phantom units previously granted to him.
- (2) Each phantom unit was the economic equivalent of one common unit.
- (3) 1,477 phantom units vested and settled on January 29, 2019.
- (4) The phantom units expire upon settlement. The phantom units are settled upon vesting in common units (on a one-for-one basis) or, at the discretion of the Issuer, in cash.
- (5) 616 phantom units vested and settled on January 31, 2019. The remaining 615 phantom units vest on January 31, 2020.

Remarks:

The reporting person is the Chief Accounting Officer of CONSOL Coal Resources GP LLC, the general partner of the Issuer (

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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