

CNX Coal Resources LP
Form 4
January 31, 2017

FORM 4

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

OMB APPROVAL

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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 *
Ritter Lorraine L.

(Last) (First) (Middle)

1000 CONSOL ENERGY DRIVE

(Street)

CANONSBURG, PA 15317

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CNX Coal Resources LP [CNXC]

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

01/29/2017

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) |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Units (Limited Partner Interests) | 01/29/2017 | | M | | 8,439 A \$ 0 9,089 | D | |
| Common Units (Limited Partner Interests) | 01/29/2017 | | F | | 2,652 (1) D \$ 0 6,437 | D | |

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

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SEC 1474
(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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Phantom Units (rights to common units) | (2) | 01/29/2017 | | M | 8,439 | (3) (4) | Common Units (Limited Partner Interests) 8,439 |
| Phantom Units (rights to common units) | (2) | 01/31/2017 | | A | 15,357 | (5) (2) | Common Units (Limited Partner Interests) 15,357 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------|-------|
| | Director | 10% Owner | Officer | Other |
| Ritter Lorraine L. 1000 CONSOL ENERGY DRIVE CANONSBURG, PA 15317 | | | SEE REMARKS | |

Signatures

/s/ Lorraine L. Ritter 01/31/2017

**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 units withheld to satisfy the reporting person's tax liability from the vesting of Phantom units previously granted to her.
- (2)

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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.

- (3) 8,439 phantom units vested on January 29, 2017. The remaining 16,878 phantom units vest 8,439 on January 29, 2018 and 8,439 on January 29, 2019.
- (4) Each phantom unit was the economic equivalent of one common unit.
- (5) The phantom units vest: (i) 5,119 phantom units on January 31, 2018, (ii) 5,119 phantom units on January 31, 2019 and, (iii) 5,119 phantom units on January 31, 2020,

Remarks:

The Reporting Person is the Chief Financial Officer and Chief Accounting Officer of CNX Coal Resources GP LLC, the general partner of CNX Coal Resources LP.

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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