

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 *
 Brock James A

(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
 Officer (give title below) Other (specify below)

SEE REMARKS

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 (D) Price		
Common Units (Limited Partner Interests)	01/29/2017		M		18,988 A \$ 0 25,648	D	
Common Units (Limited Partner Interests)	01/29/2017		F		6,428 (1) D \$ 0 19,220	D	

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Phantom Units (rights to common units)	<u>(2)</u>	01/29/2017		M	18,988	<u>(3)</u> <u>(4)</u>	Common Units (Limited Partner Interests) 18,988
Phantom Units (rights to common units)	<u>(2)</u>	01/31/2017		A	73,246	<u>(5)</u> <u>(2)</u>	Common Units (Limited Partner Interests) 73,246

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brock James A 1000 CONSOL ENERGY DRIVE CANONSBURG, PA 15317	X		SEE REMARKS	

Signatures

/s/ Martha A. Wiegand, Attorney-in-Fact for James A. Brock
 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 unit previously granted to him.
- (2) 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.

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- (3) 18,988 phantom units vested on January 29, 2017. The remaining 37,975 phantom units vest 18,988 on January 29, 2018 and 18,987 on January 29, 2019.
- (4) Each phantom unit was the economic equivalent of one common unit.
- (5) The phantom units vest: (i) 24,416 phantom units on January 31, 2018, (ii) 24,415 phantom units on January 31, 2019 and, (iii) 24,415 phantom units on January 31, 2020,

Remarks:

The Reporting Person is Chief Executive Officer and a director of CNX Coal Resources GP, LLC, the general partner of the IS

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.