

PEABODY ENERGY CORP

Form 4

March 02, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 *
WALCOTT ROGER B JR

(Last) (First) (Middle)

701 MARKET STREET

(Street)

ST. LOUIS, MO 63101-1826

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol**PEABODY ENERGY CORP [BTU]**3. Date of Earliest Transaction
(Month/Day/Year)**03/01/2006**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)**EVP - Corporate Development**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)
Common Stock	03/01/2006		S ⁽¹⁾	788 D	\$ 48.55 45,992	I	By trust
Common Stock	03/01/2006		S ⁽¹⁾	1,148 D	\$ 48.48 44,844	I	By trust
Common Stock	03/01/2006		S ⁽¹⁾	984 D	\$ 48.4 43,860	I	By trust
Common Stock	03/01/2006		S ⁽¹⁾	886 D	\$ 48.37 42,974	I	By trust
Common Stock	03/01/2006		S ⁽¹⁾	689 D	\$ 48.36 42,285	I	By trust

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Common Stock	03/01/2006	<u>S⁽¹⁾</u>	3,172	D	\$ 48.27	39,113	I	By trust
Common Stock	03/01/2006	<u>S⁽¹⁾</u>	656	D	\$ 48.25	38,457	I	By trust
Common Stock	03/01/2006	<u>S⁽¹⁾</u>	1,247	D	\$ 48.2	37,210	I	By trust
Common Stock	03/01/2006	<u>S⁽¹⁾</u>	33	D	\$ 48.19	37,177	I	By trust
Common Stock	03/01/2006	<u>S⁽¹⁾</u>	394	D	\$ 48.18	36,783	I	By trust
Common Stock	03/01/2006	<u>S⁽¹⁾</u>	98	D	\$ 48.15	36,685	I	By trust
Common Stock	03/01/2006	<u>S⁽¹⁾</u>	33	D	\$ 48.13	36,652	I	By trust
Common Stock	03/01/2006	<u>S⁽¹⁾</u>	131	D	\$ 48.12	36,521	I	By trust
Common Stock	03/01/2006	<u>S⁽¹⁾</u>	164	D	\$ 48.11	36,357	I	By trust
Common Stock	03/01/2006	<u>S⁽¹⁾</u>	492	D	\$ 48.1	35,865	I	By trust
Common Stock	03/01/2006	<u>S⁽¹⁾</u>	33	D	\$ 48.09	35,832	I	By trust
Common Stock	03/01/2006	<u>S⁽¹⁾</u>	98	D	\$ 48.07	35,734	I	By trust
Common Stock	03/01/2006	<u>S⁽¹⁾</u>	33	D	\$ 48.06	35,701	I	By trust
Common Stock	03/01/2006	<u>S⁽¹⁾</u>	722	D	\$ 48.05	34,979	I	By trust
Common Stock	03/01/2006	<u>S⁽¹⁾</u>	263	D	\$ 48.04	34,716	I	By trust
Common Stock	03/01/2006	<u>S⁽¹⁾</u>	33	D	\$ 48.03	34,683	I	By trust
Common Stock	03/01/2006	<u>S⁽¹⁾</u>	788	D	\$ 48.01	33,895	I	By trust
Common Stock	03/01/2006	<u>S⁽¹⁾</u>	459	D	\$ 48	33,436	I	By trust
Common Stock	03/01/2006	<u>S⁽¹⁾</u>	656	D	\$ 47.95	32,780	I	By trust
Common Stock						23,058 <u>(2)</u>	D	

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Report Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

WALCOTT ROGER B JR
701 MARKET STREET
ST. LOUIS, MO 63101-1826

EVP - Corporate Development

Signatures

Roger B. Walcott, Jr. by Joseph W. Bean,
Attorney-in-Fact

03/02/2006

__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) This sale was effected pursuant to a pre-existing Rule 10b5-1 trading plan adopted by the reporting person.

(2) Includes 15,058.3088 shares acquired pursuant to the Company's Employee Stock Purchase Plan.

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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