

PEABODY ENERGY CORP

Form 4

December 05, 2007

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
BOYCE GREGORY H

(Last) (First) (Middle)

**PEABODY ENERGY
CORPORATION, 701 MARKET
STREET**

(Street)

ST. LOUIS, MO 63101

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

PEABODY ENERGY CORP [BTU]

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

12/03/2007

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)

Chairman and CEO

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------|------------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| Common Stock | 12/03/2007 | | M ⁽¹⁾ | | 50,000 | A | \$ 7.9674 | 150,000 ⁽²⁾ | D |
| Common Stock | 12/03/2007 | | S ⁽¹⁾ | | 500 | D | \$ 55.57 | 149,500 ⁽²⁾ | D |
| Common Stock | 12/03/2007 | | S ⁽¹⁾ | | 100 | D | \$ 55.55 | 149,400 ⁽²⁾ | D |
| Common Stock | 12/03/2007 | | S ⁽¹⁾ | | 200 | D | \$ 55.54 | 149,200 ⁽²⁾ | D |
| Common Stock | 12/03/2007 | | S ⁽¹⁾ | | 1,400 | D | \$ 55.52 | 147,800 ⁽²⁾ | D |

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| | | | | | | | |
|--------------|------------|-------------|--------|---|----------|--------------------|---|
| Common Stock | 12/03/2007 | <u>S(1)</u> | 6,000 | D | \$ 55.51 | 141,800 <u>(2)</u> | D |
| Common Stock | 12/03/2007 | <u>S(1)</u> | 100 | D | \$ 55.49 | 141,700 <u>(2)</u> | D |
| Common Stock | 12/03/2007 | <u>S(1)</u> | 12,600 | D | \$ 55.45 | 129,100 <u>(2)</u> | D |
| Common Stock | 12/03/2007 | <u>S(1)</u> | 700 | D | \$ 55.34 | 128,400 <u>(2)</u> | D |
| Common Stock | 12/03/2007 | <u>S(1)</u> | 300 | D | \$ 55.32 | 128,100 <u>(2)</u> | D |
| Common Stock | 12/03/2007 | <u>S(1)</u> | 400 | D | \$ 55.27 | 127,700 <u>(2)</u> | D |
| Common Stock | 12/03/2007 | <u>S(1)</u> | 100 | D | \$ 55.21 | 127,600 <u>(2)</u> | D |
| Common Stock | 12/03/2007 | <u>S(1)</u> | 200 | D | \$ 55.19 | 127,400 <u>(2)</u> | D |
| Common Stock | 12/03/2007 | <u>S(1)</u> | 1,600 | D | \$ 55.18 | 125,800 <u>(2)</u> | D |
| Common Stock | 12/03/2007 | <u>S(1)</u> | 192 | D | \$ 55.16 | 125,608 <u>(2)</u> | D |
| Common Stock | 12/03/2007 | <u>S(1)</u> | 300 | D | \$ 55.15 | 125,308 <u>(2)</u> | D |
| Common Stock | 12/03/2007 | <u>S(1)</u> | 100 | D | \$ 55.14 | 125,208 <u>(2)</u> | D |
| Common Stock | 12/03/2007 | <u>S(1)</u> | 500 | D | \$ 55.13 | 124,708 <u>(2)</u> | D |
| Common Stock | 12/03/2007 | <u>S(1)</u> | 100 | D | \$ 55.12 | 124,608 <u>(2)</u> | D |
| Common Stock | 12/03/2007 | <u>S(1)</u> | 108 | D | \$ 55.07 | 124,500 <u>(2)</u> | D |
| Common Stock | 12/03/2007 | <u>S(1)</u> | 24,500 | D | \$ 55.04 | 100,000 <u>(2)</u> | 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)

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| 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 Share |
| Employee Stock Option (right to buy) | \$ 7.9674 | 12/03/2007 | | M ⁽¹⁾ | | 50,000 | | 10/01/2003 | 10/01/2013 | Common Stock | 50,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|---|----------------------------------|
| | Director 10% Owner Officer Other |
| BOYCE GREGORY H PEABODY ENERGY CORPORATION 701 MARKET STREET ST. LOUIS, MO 63101 | X Chairman and CEO |

Signatures

Gregory H. Boyce By: Kenneth L. Wagner
Attorney-in-Fact 12/05/2007

____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 exercise/sale was effected pursuant to a pre-existing Rule 10b5-1 trading plan adopted by the reporting person.
- (2) Does not include 4,329 shares acquired pursuant to the Company's Employee Stock Purchase Plan.
- (3) Not applicable.
- (4) Does not include an additional 829,448 options with different expiration dates and exercise prices.

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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