PEABODY ENERGY CORP

Form 4 April 25, 2006

FORM 4

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

2. Issuer Name and Ticker or Trading

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

81,716 (1)

7,501 (1)

\$ 63.47

I (2)

 $D^{(4)}$

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Common

Common

Stock

Stock

04/21/2006

(Print or Type Responses)

1. Name and Address of Reporting Person *

NAVARRE RICHARD A			Symbol PEABODY ENERGY CORP [BTU]					Issuer		
(Lost)	(Eirot)	(Middle)					[210]	(Check all applicable)		
(Last) (First) (Middle) 701 MARKET STREET			3. Date of Earliest Transaction (Month/Day/Year) 04/21/2006					Director 10% Owner X Officer (give title Other (specify below) EVP and CFO		
	Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
ST. LOUIS					- I	Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Secu	rities Acqui	red, Disposed of,	or Beneficial	y Owned
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)		n Date, if	Code (Instr. 8)	omr Dispos (Instr. 3,	(A) or	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)
Common Stock	04/21/2006			Code V M	Amount 19,414	(D)	Price \$ 7.2975	5 101,130 (1)	D (2)	
Common Stock	04/21/2006			M	10,586	A	\$ 10.4875	111,716 <u>(1)</u>	D (2)	
Common Stock	04/21/2006			S(3)	2,200	D	\$ 63.65	109,516 (1)	I (2)	By Trust

 $S^{(3)}$

27,800 D

By Trust

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 orDerivative 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
Employee Stock Option (right to buy) (5)	\$ 7.2975	04/21/2006		M		19,414	01/02/2006	01/02/2013	Common Stock	19,414
Employee Stock Option (right to buy) (5)	\$ 10.4875	04/21/2006		M		10,586	01/02/2006	01/02/2014	Common Stock	10,586

Reporting Owners

Reporting Owner Name / Address	Re	lationships	
	 1000		_

Director 10% Owner Officer Other

NAVARRE RICHARD A
701 MARKET STREET EVP and CFO
ST. LOUIS, MO 63101-1826

Signatures

Richard A. Navarre By: Joseph W. Bean, Attorney-in-Fact

**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).

Reporting Owners 2

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- (1) Amounts have been adjusted to reflect the 2-for-1 stock split effected by the Company in February 2006.
- (2) Pursuant to the Rule 10b5-1 trading plan referred to in footnote 3, upon exercise of the options the shares are immediately transferred to a family trust.
- (3) This sale was effected pursuant to a pre-existing Rule 10b5-1 trading plan adopted by the reporting person.
- (4) Shares held pursuant to the Company's Employee Stock Purchase Plan.
- (5) The number of outstanding stock options and exercise prices have been adjusted to reflect the 2-for-1 stock split effected by the Company in February 2006.
- (6) Not applicable.
- (7) The numbers reported in this Column 9 of Table II do not include an additional 547,848 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. 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.