

PEABODY ENERGY CORP

Form 4

May 14, 2008

**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

OMB  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**FIEHLER SHARON D**

(Last) (First) (Middle)

**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)

**05/12/2008**

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)

**EVP - Chief Admin. Officer**

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------|------------------|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount | (A) or (D) Price |   |  |   |
| Common Stock                    | 05/12/2008                           |  | M <sup>(1)</sup>               |   | 6,348  | A \$ 17.8541     | 18,289 <sup>(2)</sup>   | D  |   |
| Common Stock                    | 05/12/2008                           |  | M <sup>(1)</sup>               |   | 16,944 | A \$ 39.8143     | 35,233 <sup>(2)</sup>   | D  |   |
| Common Stock                    | 05/12/2008                           |  | M <sup>(1)</sup>               |   | 10,036 | A \$ 34.9553     | 45,269 <sup>(2)</sup>   | D  |   |
| Common Stock                    | 05/12/2008                           |  | S <sup>(1)</sup>               |   | 5,700  | D \$ 67          | 39,569 <sup>(2)</sup>   | D  |   |
| Common Stock                    | 05/12/2008                           |  | S <sup>(1)</sup>               |   | 600    | D \$ 67.01       | 38,969 <sup>(2)</sup>   | D  |   |

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|              |            |             |        |   |          |                       |   |               |
|--------------|------------|-------------|--------|---|----------|-----------------------|---|---------------|
| Common Stock | 05/12/2008 | <u>S(1)</u> | 1,900  | D | \$ 67.02 | 37,069 <sup>(2)</sup> | D |               |
| Common Stock | 05/12/2008 | <u>S(1)</u> | 2,200  | D | \$ 67.03 | 34,869 <sup>(2)</sup> | D |               |
| Common Stock | 05/12/2008 | <u>S(1)</u> | 1,400  | D | \$ 67.04 | 33,469 <sup>(2)</sup> | D |               |
| Common Stock | 05/12/2008 | <u>S(1)</u> | 1,000  | D | \$ 67.05 | 32,469 <sup>(2)</sup> | D |               |
| Common Stock | 05/12/2008 | <u>S(1)</u> | 4,400  | D | \$ 67.1  | 28,069 <sup>(2)</sup> | D |               |
| Common Stock | 05/12/2008 | <u>S(1)</u> | 428    | D | \$ 67.12 | 27,641 <sup>(2)</sup> | D |               |
| Common Stock | 05/12/2008 | <u>S(1)</u> | 100    | D | \$ 67.13 | 27,541 <sup>(2)</sup> | D |               |
| Common Stock | 05/12/2008 | <u>S(1)</u> | 200    | D | \$ 67.14 | 27,341 <sup>(2)</sup> | D |               |
| Common Stock | 05/12/2008 | <u>S(1)</u> | 15,400 | D | \$ 67.15 | 11,941 <sup>(2)</sup> | D |               |
| Common Stock | 05/12/2008 | <u>S(1)</u> | 1,500  | D | \$ 67    | 72,968                | I | by Family LLC |
| Common Stock | 05/12/2008 | <u>S(1)</u> | 200    | D | \$ 67.01 | 72,768                | I | by Family LLC |
| Common Stock | 05/12/2008 | <u>S(1)</u> | 300    | D | \$ 67.02 | 72,468                | I | by Family LLC |
| Common Stock | 05/12/2008 | <u>S(1)</u> | 1,900  | D | \$ 67.03 | 70,568                | I | by Family LLC |
| Common Stock | 05/12/2008 | <u>S(1)</u> | 15,000 | D | \$ 67.15 | 55,568                | I | by Family LLC |
| Common Stock | 05/12/2008 | <u>S(1)</u> | 100    | D | \$ 67.21 | 55,468                | I | by Family LLC |
| Common Stock | 05/12/2008 | <u>S(1)</u> | 300    | D | \$ 67.25 | 55,168                | I | by Family LLC |
| Common Stock | 05/12/2008 | <u>S(1)</u> | 500    | D | \$ 67.32 | 54,668                | I | by Family LLC |
| Common Stock | 05/12/2008 | <u>S(1)</u> | 200    | D | \$ 67.33 | 54,468                | I | by Family LLC |
| Common Stock | 05/13/2008 | <u>S(1)</u> | 20,000 | D | \$ 70    | 34,468                | I | by Family LLC |

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**

SEC 1474  
(9-02)

required to respond unless the form displays a currently valid OMB control number.

**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 Share                               |
| Employee Stock Option (right to buy)       | \$ 17.8541   | 05/12/2008                           |  | M <sup>(1)</sup>               | 6,348   | 01/03/2008 01/03/2015                                    | Common Stock 6,348  |
| Employee Stock Option (right to buy)       | \$ 39.8143   | 05/12/2008                           |  | M <sup>(1)</sup>               | 16,944  | <sup>(5)</sup> 01/03/2016                                | Common Stock 16,944   |
| Employee Stock Option (right to buy)       | \$ 34.9553   | 05/12/2008                           |  | M <sup>(1)</sup>               | 10,036  | 01/03/2008 01/03/2017                                    | Common Stock 10,036   |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships                    |
|--|----------------------------------|
|  | Director 10% Owner Officer Other |
| FIEHLER SHARON D<br>701 MARKET STREET<br>ST. LOUIS, MO 63101 | EVP - Chief Admin. Officer       |

## Signatures

Sharon D. Fiehler By: Kenneth L. Wagner  
Attorney-in-Fact

05/14/2008

           \*\*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 transaction was effected pursuant to a pre-existing Rule 10b5-1 trading plan adopted by the reporting person.

(2) Includes 1,987 shares held by the reporting person in the Company's Employee Stock Purchase Plan.

(3) Not applicable.

(4) Does not include employee stock options with different expiration dates and exercise prices.

(5) The options vested in three equal annual installments beginning January 3, 2007.

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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