

PEABODY ENERGY CORP
Form 4
December 04, 2007

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
NAVARRE RICHARD A

(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)
11/30/2007

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)
EVP and CFO

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 or Price			
Common Stock	11/30/2007		M ⁽¹⁾	181,730 A \$ 3,300.1	181,730	D	
Common Stock	11/30/2007		S ⁽¹⁾	200 D \$ 54.05 ⁽²⁾	181,530	D	
Common Stock	11/30/2007		S ⁽¹⁾	1,200 D \$ 54.08 ⁽²⁾	180,330	D	
Common Stock	11/30/2007		S ⁽¹⁾	1,900 D \$ 54.09 ⁽²⁾	178,430	D	
Common Stock	11/30/2007		S ⁽¹⁾	1,400 D \$ 54.1 ⁽²⁾	177,030	D	

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Common Stock	11/30/2007	<u>S(1)</u>	900	D	\$ 54.11 <u>(2)</u>	176,130	D
Common Stock	11/30/2007	<u>S(1)</u>	600	D	\$ 54.12 <u>(2)</u>	175,530	D
Common Stock	11/30/2007	<u>S(1)</u>	700	D	\$ 54.13 <u>(2)</u>	174,830	D
Common Stock	11/30/2007	<u>S(1)</u>	700	D	\$ 54.14 <u>(2)</u>	174,130	D
Common Stock	11/30/2007	<u>S(1)</u>	1,300	D	\$ 54.15 <u>(2)</u>	172,830	D
Common Stock	11/30/2007	<u>S(1)</u>	1,700	D	\$ 54.16 <u>(2)</u>	171,130	D
Common Stock	11/30/2007	<u>S(1)</u>	500	D	\$ 54.17 <u>(2)</u>	170,630	D
Common Stock	11/30/2007	<u>S(1)</u>	1,500	D	\$ 54.18 <u>(2)</u>	169,130	D
Common Stock	11/30/2007	<u>S(1)</u>	1,100	D	\$ 54.19 <u>(2)</u>	168,030	D
Common Stock	11/30/2007	<u>S(1)</u>	1,500	D	\$ 54.2 <u>(2)</u>	166,530	D
Common Stock	11/30/2007	<u>S(1)</u>	3,000	D	\$ 54.21 <u>(2)</u>	163,530	D
Common Stock	11/30/2007	<u>S(1)</u>	3,400	D	\$ 54.22 <u>(2)</u>	160,130	D
Common Stock	11/30/2007	<u>S(1)</u>	4,700	D	\$ 54.23 <u>(2)</u>	155,430	D
Common Stock	11/30/2007	<u>S(1)</u>	2,500	D	\$ 54.24 <u>(2)</u>	152,930	D
Common Stock	11/30/2007	<u>S(1)</u>	3,500	D	\$ 54.25 <u>(2)</u>	149,430	D
Common Stock	11/30/2007	<u>S(1)</u>	1,400	D	\$ 54.26 <u>(2)</u>	148,030	D
Common Stock	11/30/2007	<u>S(1)</u>	1,100	D	\$ 54.27 <u>(2)</u>	146,930	D
Common Stock	11/30/2007	<u>S(1)</u>	3,000	D	\$ 54.28 <u>(2)</u>	143,930	D
Common Stock	11/30/2007	<u>S(1)</u>	4,500	D	\$ 54.29 <u>(2)</u>	139,430	D
Common Stock	11/30/2007	<u>S(1)</u>	4,000	D	\$ 54.3 <u>(2)</u>	135,430	D
	11/30/2007	<u>S(1)</u>	8,600	D		126,830	D

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Common Stock						\$ 54.31 (2)		
Common Stock	11/30/2007	S(1)	2,200	D		\$ 54.32 (2)	124,630	D
Common Stock	11/30/2007	S(1)	2,500	D		\$ 54.33 (2)	122,130	D
Common Stock	11/30/2007	S(1)	2,900	D		\$ 54.34 (2)	119,230	D
Common Stock	11/30/2007	S(1)	600	D		\$ 54.35 (2)	118,630	D

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

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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 Number Shares
Employee Stock Option (right to buy)	\$ 3.3001	11/30/2007		M(1)	181,730	11/19/2007 05/19/2008	Common Stock	181,730	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NAVARRE RICHARD A 701 MARKET STREET ST. LOUIS, MO 63101-1826			EVP and CFO	

Signatures

Richard A. Navarre By: Kenneth L. Wagner,
Attorney-in-Fact

12/04/2007

__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.
Each transaction reported on this Form 4 shows the actual price at which the noted shares were sold. However, in accordance with the
 - (2) broker's policy, the reporting person received from the broker an additional payment of \$242,188.87 to remedy a broker error, resulting in an average price of \$54.4116 per share on all shares sold on November 30, 2007 and reported on Form 4.
 - (3) Not applicable.
 - (4) Does not include an additional 284,909 options with different expiration dates and exercise prices.

Remarks:

1 of 5 Form 4s - Additional transactions from November 30, 2007 are reported on separate Form 4s.

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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