

PEABODY ENERGY CORP
Form 4
December 05, 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 *
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)
12/04/2007

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	12/04/2007		M ⁽¹⁾		50,000	A	\$ 7.9674
Common Stock	12/04/2007		S ⁽¹⁾		9,700	D	\$ 56.15
Common Stock	12/04/2007		S ⁽¹⁾		700	D	\$ 56.14
Common Stock	12/04/2007		S ⁽¹⁾		200	D	\$ 56.11
Common Stock	12/04/2007		S ⁽¹⁾		300	D	\$ 56.1

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Common Stock	12/04/2007	S ⁽¹⁾	1,000	D	\$ 56.09	138,100 ⁽²⁾	D
Common Stock	12/04/2007	S ⁽¹⁾	1,900	D	\$ 56.08	136,200 ⁽²⁾	D
Common Stock	12/04/2007	S ⁽¹⁾	2,000	D	\$ 56.07	134,200 ⁽²⁾	D
Common Stock	12/04/2007	S ⁽¹⁾	400	D	\$ 56.06	133,800 ⁽²⁾	D
Common Stock	12/04/2007	S ⁽¹⁾	1,300	D	\$ 56.05	132,500 ⁽²⁾	D
Common Stock	12/04/2007	S ⁽¹⁾	1,800	D	\$ 56.04	130,700 ⁽²⁾	D
Common Stock	12/04/2007	S ⁽¹⁾	600	D	\$ 56.03	130,100 ⁽²⁾	D
Common Stock	12/04/2007	S ⁽¹⁾	100	D	\$ 56.02	130,000 ⁽²⁾	D
Common Stock	12/04/2007	S ⁽¹⁾	30,000	D	\$ 56	100,000 ⁽²⁾	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)	Amount or Number of Share	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Employee Stock Option (right to buy)	\$ 7.9674	12/04/2007		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. 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.