

PEABODY ENERGY CORP

Form 4

November 21, 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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
WALCOTT ROGER B JR

(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)

11/19/2007

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 - Strategy & Bus. Services

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)
Common Stock	11/19/2007		S ⁽¹⁾	V Amount (A) or (D) Price 1,000 D \$ 50.73	210,548	I ⁽²⁾	By Trust
Common Stock	11/19/2007		S ⁽¹⁾	V Amount (A) or (D) Price 13,800 D \$ 50.74	196,748	I ⁽²⁾	By Trust
Common Stock	11/19/2007		S ⁽¹⁾	V Amount (A) or (D) Price 3,600 D \$ 50.75	193,148	I ⁽²⁾	By Trust
Common Stock	11/19/2007		S ⁽¹⁾	V Amount (A) or (D) Price 1,400 D \$ 50.76	191,748	I ⁽²⁾	By Trust
Common Stock	11/19/2007		S ⁽¹⁾	V Amount (A) or (D) Price 7,600 D \$ 50.77	184,148	I ⁽²⁾	By Trust

Edgar Filing: PEABODY ENERGY CORP - Form 4

Common Stock	11/19/2007	<u>S</u> (1)	3,000	D	\$ 50.78	181,148	I (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	500	D	\$ 50.8	180,648	I (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	9,100	D	\$ 50.81	171,548	I (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	600	D	\$ 50.82	170,948	I (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	1,500	D	\$ 50.84	169,448	I (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	700	D	\$ 50.85	168,748	I (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	200	D	\$ 50.86	168,548	I (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	600	D	\$ 50.87	167,948	I (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	100	D	\$ 50.89	167,848	I (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	1,000	D	\$ 50.9	166,848	I (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	100	D	\$ 50.91	166,748	I (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	300	D	\$ 50.92	166,448	I (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	2,600	D	\$ 51.01	163,848	I (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	3,400	D	\$ 51.04	160,448	I (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	13,568	D	\$ 51.05	146,880	I (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	1,900	D	\$ 51.06	144,980	I (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	1,400	D	\$ 51.1	143,580	I (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	3,500	D	\$ 51.12	140,080	I (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	100	D	\$ 51.14	139,980	I (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	300	D	\$ 51.15	139,680	I (2)	By Trust
	11/19/2007	<u>S</u> (1)	1,000	D		138,680	I (2)	By Trust

Common Stock						\$ 51.19			
Common Stock	11/19/2007		S ⁽¹⁾	7,200	D	\$ 51.2	131,480	I ⁽²⁾	By Trust
Common Stock	11/19/2007		S ⁽¹⁾	100	D	\$ 51.21	131,380	I ⁽²⁾	By Trust
Common Stock	11/19/2007		S ⁽¹⁾	4,600	D	\$ 51.22	126,780	I ⁽²⁾	By Trust
Common Stock	11/19/2007		S ⁽¹⁾	3,000	D	\$ 51.3	123,780	I ⁽²⁾	By Trust

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 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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Report Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
WALCOTT ROGER B JR 701 MARKET STREET ST. LOUIS, MO 63101-1826	EVP - Strategy & Bus. Services

Signatures

Roger B. Walcott, Jr. By: Bryan L. Sutter,
Attorney-in-Fact

11/22/2007

__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 sale was effected pursuant to a pre-existing Rule 10b5-1 trading plan adopted by the reporting person.
- (2) Upon exercise of the options, the shares are immediately transferred to a family trust.

Remarks:

2 of 3 Form 4s - Additional transactions from November 19, 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.

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.