

PEABODY ENERGY CORP

Form 4

December 05, 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
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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)

12/03/2007

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 - Human Resources & Admin.

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	12/03/2007		M ⁽¹⁾		133,548	A \$ 3,3001	135,533 ⁽²⁾	D	
Common Stock	12/03/2007		S ⁽¹⁾		100	D \$ 55.78	135,433 ⁽²⁾	D	
Common Stock	12/03/2007		S ⁽¹⁾		100	D \$ 55.73	135,333 ⁽²⁾	D	
Common Stock	12/03/2007		S ⁽¹⁾		2,500	D \$ 55.7	132,833 ⁽²⁾	D	
Common Stock	12/03/2007		S ⁽¹⁾		10,200	D \$ 55.6	122,633 ⁽²⁾	D	

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Common Stock	12/03/2007	<u>S(1)</u>	500	D	\$ 55.59	122,133 <u>(2)</u>	D
Common Stock	12/03/2007	<u>S(1)</u>	500	D	\$ 55.57	121,633 <u>(2)</u>	D
Common Stock	12/03/2007	<u>S(1)</u>	1,000	D	\$ 55.56	120,633 <u>(2)</u>	D
Common Stock	12/03/2007	<u>S(1)</u>	900	D	\$ 55.55	119,733 <u>(2)</u>	D
Common Stock	12/03/2007	<u>S(1)</u>	1,100	D	\$ 55.54	118,633 <u>(2)</u>	D
Common Stock	12/03/2007	<u>S(1)</u>	1,900	D	\$ 55.53	116,733 <u>(2)</u>	D
Common Stock	12/03/2007	<u>S(1)</u>	1,900	D	\$ 55.52	114,833 <u>(2)</u>	D
Common Stock	12/03/2007	<u>S(1)</u>	6,300	D	\$ 55.51	108,533 <u>(2)</u>	D
Common Stock	12/03/2007	<u>S(1)</u>	10,300	D	\$ 55.5	98,233 <u>(2)</u>	D
Common Stock	12/03/2007	<u>S(1)</u>	1,300	D	\$ 55.49	96,933 <u>(2)</u>	D
Common Stock	12/03/2007	<u>S(1)</u>	1,400	D	\$ 55.48	95,533 <u>(2)</u>	D
Common Stock	12/03/2007	<u>S(1)</u>	1,200	D	\$ 55.47	94,333 <u>(2)</u>	D
Common Stock	12/03/2007	<u>S(1)</u>	3,000	D	\$ 55.46	91,333 <u>(2)</u>	D
Common Stock	12/03/2007	<u>S(1)</u>	2,700	D	\$ 55.45	88,633 <u>(2)</u>	D
Common Stock	12/03/2007	<u>S(1)</u>	200	D	\$ 55.44	88,433 <u>(2)</u>	D
Common Stock	12/03/2007	<u>S(1)</u>	800	D	\$ 55.43	87,633 <u>(2)</u>	D
Common Stock	12/03/2007	<u>S(1)</u>	15,000	D	\$ 55.43	72,633 <u>(2)</u>	D
Common Stock	12/03/2007	<u>S(1)</u>	100	D	\$ 55.54	72,533 <u>(2)</u>	D
Common Stock	12/03/2007	<u>S(1)</u>	1,400	D	\$ 55.52	71,133 <u>(2)</u>	D
Common Stock	12/03/2007	<u>S(1)</u>	6,000	D	\$ 55.51	65,133 <u>(2)</u>	D
	12/03/2007	<u>S(1)</u>	200	D	\$ 55.49	64,933 <u>(2)</u>	D

Common
Stock

Common Stock	12/03/2007	S ⁽¹⁾	100	D	\$ 55.48	64,833 ⁽²⁾	D
Common Stock	12/03/2007	S ⁽¹⁾	100	D	\$ 55.47	64,733 ⁽²⁾	D
Common Stock	12/03/2007	S ⁽¹⁾	12,698	D	\$ 55.45	52,035 ⁽²⁾	D
Common Stock	12/03/2007	S ⁽¹⁾	400	D	\$ 55.38	51,635 ⁽²⁾	D

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

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(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 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	12/03/2007		M ⁽¹⁾	133,548	11/19/2007 05/19/2008	Common Stock	133,548	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FIEHLER SHARON D 701 MARKET STREET ST. LOUIS, MO 63101			EVP - Human Resources & Admin.	

Signatures

Sharon D. Fiehler 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) Includes 1,985 shares held by the reporting person in the Company's Employee Stock Purchase Plan.
- (3) Not applicable.
- (4) Does not include an additional 191,779 options with different expiration dates and exercise prices.

Remarks:

1 of 2 Form 4s - Additional transactions from December 3, 2007 are reported on a separate Form 4.

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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