BOYCE GREGORY H

Form 5

January 30, 2012

FORM 5

OMB APPROVAL

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

OMB 3235-0362 Number: January 31,

no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box if

Expires: 2005 Estimated average

1.0

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

burden hours per response...

may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

Reported Form 4

30(h) of the Investment Company Act of 1940

Transactions Reported

| 1. Name and Address of Reporting Person ** BOYCE GREGORY H | | | 2. Issuer Name and Ticker or Trading Symbol PEABODY ENERGY CORP [BTU] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
|--|---------|----------|---|--|--|--|--|
| (Last) | (First) | (Middle) | 3. Statement for Issuer's Fiscal Year Ended | (Check all applicable) | | | |
| | | | (Month/Day/Year) | X Director 10% Owner | | | |
| PEABODY ENERGY CORPORATION, 701 MARKET STREET | | | 12/31/2011 | _X_ Officer (give title Other (specify below) below) Chairman and CEO | | | |
| (Street) | | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Reporting | | | |
| | | | Filed(Month/Day/Year) | (check applicable line) | | | |

ST. LOUIS, MOÂ 63101

(State)

(Zip)

(City)

X Form Filed by One Reporting Person Form Filed by More than One Reporting

| (City) | (State) (2 | Zip) Table | e I - Non-Deri | vative Sec | curitie | s Acqui | ired, Disposed o | f, or Beneficial | ly 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. Securi Acquired Disposed (Instr. 3, | d (A) o d of (D |)) | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common Stock | 07/21/2011 | Â | G <u>(1)</u> | 5,919 | D | \$ 0 (2) | 986 (3) (4) | D | Â |
| Common Stock | Â | Â | Â | Â | Â | Â | 124,850 | I | By Family Trust |

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

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SEC 2270 (9-02)

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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 | 2. | 3. Transaction Date | | 4. | 5. | 6. Date Exerc | cisable and | 7. Titl | e and | 8. Price of |
|--|-------------|-------------|---------------------|--------------------|-------------|-------------|---------------|-------------|---------|----------|-------------|
| | Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transaction | Number | Expiration D | ate | Amou | int of | Derivative |
| | Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | lying | Security |
| | (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Secur | ities | (Instr. 5) |
| | | Derivative | | | | Securities | | | (Instr. | 3 and 4) | |
| | | Security | | | | Acquired | | | | | |
| | | • | | | | (A) or | | | | | |
| | | | | | | Disposed | | | | | |
| | | | | | | of (D) | | | | | |
| | | | | | | (Instr. 3, | | | | | |
| | | | | | | 4, and 5) | | | | | |
| | | | | | | ., | | | | | |
| | | | | | | | | | | Amount | |
| | | | | | | | Date | Expiration | | or | |
| | | | | | | | Exercisable | Date | Title | Number | |
| | | | | | | Exercisable | Date | | of | | |
| | | | | | | (A) (D) | | | | Shares | |

of D

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

BOYCE GREGORY H PEABODY ENERGY CORPORATION 701 MARKET STREET ST. LOUIS, MOÂ 63101

 $\hat{A} \ X \qquad \hat{A} \qquad \hat{A} \quad \text{Chairman and CEO} \quad \hat{A}$

Signatures

Gregory H. Boyce By: Kenneth L. Wagner
Attorney-in-Fact
01/30/2012

**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 involved a gift of securities by the reporting person to a family trust.
- (2) Not applicable.
- (3) The amount of securities have been adjusted to correct the total number of shares owned by the Reporting Person that were erroneously overstated.
- (4) Shares held pursuant to the Company's Employee Stock Purchase Plan.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

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