

PEABODY ENERGY CORP
Form 4
June 14, 2005

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 *
WHITING RICHARD M

(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)
06/10/2005

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-Sales and Marketing

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	06/10/2005		M		1,664 A \$ 14	62,162	D ⁽¹⁾
Common Stock	06/10/2005		M		8,336 A \$ 13.43	70,498	D ⁽¹⁾
Common Stock	06/10/2005		S ⁽²⁾		100 D \$ 52.15	70,398	I ⁽¹⁾ By Family Trust
Common Stock	06/10/2005		S ⁽²⁾		2,000 D \$ 52.14	68,398	I ⁽¹⁾ By Family Trust
Common Stock	06/10/2005		S ⁽²⁾		1,200 D \$ 52.14	67,198	I ⁽¹⁾ By Family Trust

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Common Stock	06/10/2005	S ⁽²⁾	6,700	D	\$ 52.02	60,498	I ⁽¹⁾	By Family Trust
Common Stock	06/13/2005	M	10,000	A	\$ 13.43	70,498	D ⁽¹⁾	
Common Stock	06/13/2005	S ⁽²⁾	10,000	D	\$ 54	60,498	I ⁽¹⁾	By Family Trust
Common Stock						4,556	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 or Number of Shares
Employee Stock Option (right to buy)	\$ 14	06/10/2005		M	1,664	05/21/2004 05/21/2011	Common Stock	1,664	
Common Stock	\$ 13.43	06/10/2005		M	8,336	01/15/2003 01/14/2012	Common Stock	8,336	
Common Stock	\$ 13.43	06/13/2005		M	10,000	⁽⁴⁾ 01/14/2012	Common Stock	10,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WHITING RICHARD M 701 MARKET STREET ST. LOUIS, MO 63101			EVP-Sales and Marketing	

Signatures

/s/ Jefferey L. Klinger, Attorney-in-fact for Richard M.
Whiting

06/14/2005

__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) Pursuant to the Rule 10b5-1 trading plan referred to in Footnote 2, upon exercise of the options the shares are immediately transferred to a trust.
- (2) This sale was effected pursuant to a pre-existing Rule 10b5-1 trading plan adopted by the reporting person.
- (3) Not applicable.
- (4) Of the 10,000 options exercised, 2,213 vested on 01/15/2003 and 7,787 vested on 01/15/2004.
- (5) Does not include an additional 284,848 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.