PEABODY ENERGY CORP
Form 4
March 13, 2008

FORM 4

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

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

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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).

(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)
03/11/2008

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/11/2008		M[(1)]		82,952	A	$ 3.3001	101,732	I [(2)]	By Trust
Common Stock	03/11/2008		M[(1)]		8,141	A	$ 17.8541	109,873	I [(2)]	By Trust
Common Stock	03/11/2008		M[(1)]		14,825	A	$ 39.8143	124,698	I [(2)]	By Trust
Common Stock	03/11/2008		M[(1)]		11,097	A	$ 34.9553	135,795	I [(2)]	By Trust
Common Stock	03/11/2008		S[(1)]		100	D	$ 51.51	135,695	I	By Trust

Common Stock	03/11/2008	S[(1)]	7,977	D	$ 51.53	127,718	I	By Trust
Common Stock	03/11/2008	S[(1)]	4,800	D	$ 51.54	122,918	I	By Trust
Common Stock	03/11/2008	S[(1)]	600	D	$ 51.55	122,318	I	By Trust
Common Stock	03/11/2008	S[(1)]	300	D	$ 51.56	122,018	I	By Trust
Common Stock	03/11/2008	S[(1)]	5,200	D	$ 51.6	116,818	I	By Trust
Common Stock	03/11/2008	S[(1)]	700	D	$ 51.61	116,118	I	By Trust
Common Stock	03/11/2008	S[(1)]	4,700	D	$ 51.62	111,418	I	By Trust
Common Stock	03/11/2008	S[(1)]	8,313	D	$ 51.63	103,105	I	By Trust
Common Stock	03/11/2008	S[(1)]	2,000	D	$ 51.64	101,105	I	By Trust
Common Stock	03/11/2008	S[(1)]	7,026	D	$ 51.65	94,079	I	By Trust
Common Stock	03/11/2008	S[(1)]	500	D	$ 51.66	93,579	I	By Trust
Common Stock	03/11/2008	S[(1)]	700	D	$ 51.67	92,879	I	By Trust
Common Stock	03/11/2008	S[(1)]	600	D	$ 51.68	92,279	I	By Trust
Common Stock	03/11/2008	S[(1)]	1,000	D	$ 51.69	91,279	I	By Trust
Common Stock	03/11/2008	S[(1)]	2,800	D	$ 51.7	88,479	I	By Trust
Common Stock	03/11/2008	S[(1)]	300	D	$ 51.71	88,179	I	By Trust
Common Stock	03/11/2008	S[(1)]	38,699	D	$ 51.75	49,480	I	By Trust
Common Stock	03/11/2008	S[(1)]	800	D	$ 51.76	48,680	I	By Trust
Common Stock	03/11/2008	S[(1)]	600	D	$ 51.77	48,080	I	By Trust
Common Stock	03/11/2008	S[(1)]	300	D	$ 51.78	47,780	I	By Trust
	03/11/2008	S[(1)]	700	D	$ 51.79	47,080	I	By Trust

Common Stock									
Common Stock	03/11/2008		S[(1)]	2,300	D	$ 51.8	44,780	I	By Trust
Common Stock	03/11/2008		S[(1)]	300	D	$ 51.81	44,480	I	By Trust
Common Stock	03/11/2008		S[(1)]	2,200	D	$ 51.82	42,280	I	By Trust
Common Stock	03/11/2008		S[(1)]	200	D	$ 51.83	42,080	I	By Trust

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 Share
Employee Stock Option (right to buy)	$ 3.3001	03/11/2008		M[(1)]			82,952	11/19/2007	05/19/2008	Common Stock	82,952
Employee Stock Option (right to buy)	$ 17.8541	03/11/2008		M[(1)]			8,141	01/03/2008	01/03/2015	Common Stock	8,141
Employee Stock Option (right to buy)	$ 39.8143	03/11/2008		M[(1)]			14,825	[(5)]	01/03/2016	Common Stock	14,825
	$ 34.9553	03/11/2008		M[(1)]			11,097	01/03/2008	01/03/2017		11,097

Employee Stock Option (right to buy)	Common Stock

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: Kenneth L. Wagner Attorney-in-Fact	03/13/2008
**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) Upon exercise of the stock options, the shares are immediately transferred to a family trust.

(3) Not applicable.

(4) Does not include employee stock options with different expiration dates and exercise prices.

(5) Of the stock options exercised, 7,413 vested on January 3, 2007 and 7,412 vested on January 3, 2008.

Remarks:

1 of 2 Form 4s - Additional transactions from March 11, 2008 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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