

PEABODY ENERGY CORP
Form 4
November 21, 2007

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 *
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
 Officer (give title below) _____ Other (specify below)
EVP - Strategy & Bus. Services

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)
				(A) or (D) Code V Amount Price			
Common Stock	11/19/2007		S ⁽¹⁾	D \$ 51.35	34,900	I ⁽²⁾	By Trust
Common Stock	11/19/2007		S ⁽¹⁾	D \$ 51.36	1,800	I ⁽²⁾	By Trust
Common Stock	11/19/2007		S ⁽¹⁾	D \$ 51.4	100	I ⁽²⁾	By Trust
Common Stock	11/19/2007		S ⁽¹⁾	D \$ 51.43	1,700	I ⁽²⁾	By Trust
Common Stock	11/19/2007		S ⁽¹⁾	D \$ 51.45	5,600	I ⁽²⁾	By Trust

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Common Stock	11/19/2007	<u>S</u> (1)	5,500	D	\$ 51.5	74,180	<u>I</u> (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	100	D	\$ 51.54	74,080	<u>I</u> (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	5,700	D	\$ 51.55	68,380	<u>I</u> (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	3,000	D	\$ 51.6	65,380	<u>I</u> (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	3,000	D	\$ 51.64	62,380	<u>I</u> (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	1,600	D	\$ 51.65	60,780	<u>I</u> (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	1,400	D	\$ 51.67	59,380	<u>I</u> (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	5,000	D	\$ 51.7	54,380	<u>I</u> (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	3,200	D	\$ 51.75	51,180	<u>I</u> (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	400	D	\$ 51.76	50,780	<u>I</u> (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	1,200	D	\$ 51.77	49,580	<u>I</u> (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	800	D	\$ 51.78	48,780	<u>I</u> (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	2,300	D	\$ 51.8	46,480	<u>I</u> (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	15,000	D	\$ 51.85	31,480	<u>I</u> (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	200	D	\$ 51.86	31,280	<u>I</u> (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	1,000	D	\$ 51.87	30,280	<u>I</u> (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	500	D	\$ 51.88	29,780	<u>I</u> (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	2,000	D	\$ 51.9	27,780	<u>I</u> (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	100	D	\$ 51.93	27,680	<u>I</u> (2)	By Trust
Common Stock	11/19/2007	<u>S</u> (1)	3,200	D	\$ 51.95	24,480	<u>I</u> (2)	By Trust
	11/19/2007	<u>S</u> (1)	500	D		23,980	<u>I</u> (2)	By Trust

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.
- (3) Includes 16,406 shares held pursuant to the Company's Employee Stock Purchase Plan.

Remarks:

3 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.