

ARCH COAL INC
Form SC 13D/A
December 18, 2018

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934*

(Amendment No. 5)

Arch Coal, Inc.

(Name of Issuer)

Common Stock, par value \$0.01

(Title of Class of Securities)

039380407

(CUSIP Number of Class of Securities)

Michael Kelly, Esq.

Monarch Alternative Capital LP

535 Madison Avenue

New York, NY 10022

Telephone: (212) 554-1700

(Name, Address and Telephone Number of Person

Authorized to Receive Notices and Communications)

Copies to:

Mark A. Cagnetti, Esq.

Michael E. Brandt, Esq.

Willkie Farr & Gallagher LLP

787 Seventh Avenue

New York, NY 10019-6099

(212) 728-8000

December 14, 2018

(Date of Event which Requires

Filing of this Schedule)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box:

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 240.13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No. 039380407 Page 2 of 6 Pages

1 NAME OF REPORTING PERSON
Monarch Alternative Capital LP

2 CHECK THE APPROPRIATE BOX IF (a)
A MEMBER OF A GROUP (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS
N/A

5 CHECK BOX IF DISCLOSURE OF
LEGAL PROCEEDING IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF
ORGANIZATION
Delaware

7 SOLE VOTING POWER
0

NUMBER OF
SHARES
BENEFICIALLY 8 SHARED VOTING POWER
OWNED BY 1,558,732
EACH

REPORTING
PERSON WITH 9 SOLE DISPOSITIVE POWER
0

10 SHARED DISPOSITIVE POWER
1,558,732

11 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
PERSON
1,558,732

12 CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (11)
8.29%

14 TYPE OF REPORTING PERSON
PN, IA

SCHEDULE 13D

CUSIP No. 039380407 Page 3 of 6 Pages

| | |
|---|--|
| 1 | NAME OF REPORTING PERSON |
| | MDRA GP LP |
| 2 | CHECK THE APPROPRIATE BOX IF (a) A MEMBER OF A GROUP (b) |
| 3 | SEC USE ONLY |
| 4 | SOURCE OF FUNDS N/A |
| 5 | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) |
| 6 | CITIZENSHIP OR PLACE OF ORGANIZATION Delaware |
| | 7 SOLE VOTING POWER 0 |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8 SHARED VOTING POWER 1,558,732 |
| | 9 SOLE DISPOSITIVE POWER 0 |
| | 10 SHARED DISPOSITIVE POWER 1,558,732 |

11 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
PERSON
1,558,732

12 CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (11)
8.29%

14 TYPE OF REPORTING PERSON
PN, HC

SCHEDULE 13D

CUSIP No. 039380407 Page 4 of 6 Pages

1 NAME OF REPORTING PERSON
 Monarch GP LLC

2 CHECK THE APPROPRIATE BOX (a)
 IF A MEMBER OF A GROUP (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS
 N/A

5 CHECK BOX IF DISCLOSURE OF
 LEGAL PROCEEDING IS
 REQUIRED PURSUANT TO ITEMS
 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF
 ORGANIZATION
 Delaware

7 SOLE VOTING POWER
 0

NUMBER OF
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 BENEFICIALLY 8 SHARED VOTING POWER
 OWNED BY 1,558,732
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 REPORTING
 PERSON WITH 9 SOLE DISPOSITIVE POWER
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REPRESENTED BY AMOUNT IN
ROW (11)
8.29%

14 TYPE OF REPORTING PERSON
OO, HC

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This Amendment No. 5 to Schedule 13D (this "Amendment No. 5") is being filed with respect to the common shares, par value \$0.01 per share ("Common Stock"), of Arch Coal, Inc. (the "Issuer"), to amend the Schedule 13D filed on October 17, 2016 (together with Amendment No.1 to Schedule 13D filed on November 22, 2016, Amendment No. 2 to Schedule 13D filed on September 15, 2017, Amendment No. 3 to Schedule 13D filed on December 12, 2017 and Amendment No. 4 to Schedule 13D filed on December 3, 2018 (which was inadvertently filed as Schedule 13D), the "Schedule 13D"). Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Schedule 13D.

Item 4. Purpose of the Transaction.

Item 4 of the Schedule 13D is hereby amended to include the following:

On December 14, 2018, in an effort to assist the Issuer in its share buyback program by making shares of Common Stock available for purchase in addition to the shares available in the open market, MAC proposed to the Issuer that the Issuer repurchase 558,000 shares of Common Stock from the Funds at a price of \$87.00 per share. The Issuer declined MAC's proposal, indicating that it has been satisfied with the number of shares that it has been able to purchase through open market transactions.

[Signatures on following page]

SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: December 18, 2018 MONARCH ALTERNATIVE CAPITAL LP

By: MDRA GP LP, its General Partner

By: Monarch GP LLC, its General Partner

By:/s/ Michael Weinstock
Name: Michael Weinstock
Title: Member

Dated: December 18, 2018 MDRA GP LP

By: Monarch GP LLC, its General Partner

By:/s/ Michael Weinstock
Name: Michael Weinstock
Title: Member

Dated: December 18, 2018 MONARCH GP LLC

By:/s/ Michael Weinstock
Name: Michael Weinstock
Title: Member