

NEMEC JIRI
Form 4
November 01, 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 *
NEMEC JIRI

2. Issuer Name and Ticker or Trading Symbol

PEABODY ENERGY CORP [BTU]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner
 Officer (give title below) ____ Other (specify below)
Group VP - U.S. Eastern Ops.

(Last) (First) (Middle)
701 MARKET STREET

3. Date of Earliest Transaction
(Month/Day/Year)
10/30/2007

(Street)
ST. LOUIS, MO 63101-1826

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 10/30/2007 | | A | | 4,462 | A | 22,682 |
| Common Stock | | | | | | I | 19,644 |
| | | | | | | | By Family Trust |

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

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SEC 1474
(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 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) | \$ 43.1 | 10/31/2007 | | J ⁽²⁾ | 16,140 | ⁽³⁾ 01/03/2016 | Common Stock 16,140 |
| Employee Stock Option (right to buy) | \$ 43.1 | 10/31/2007 | | J ⁽²⁾ | 18,158 | 01/03/2009 01/03/2016 | Common Stock 18,158 |
| Employee Stock Option (right to buy) | \$ 37.84 | 10/31/2007 | | J ⁽²⁾ | 22,730 | ⁽⁵⁾ 01/03/2017 | Common Stock 22,730 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| NEMEC JIRI 701 MARKET STREET ST. LOUIS, MO 63101-1826 | | | Group VP - U.S. Eastern Ops. | |

Signatures

Jiri Nemec By: Kenneth L. Wagner
Attorney-in-Fact
Date: 11/01/2007

__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) Not applicable.

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- (2) Forfeiture of employee stock options upon termination of employment.
- (3) The options were scheduled to vest in three equal annual installments beginning January 3, 2007.
- (4) Does not include an additional 130,121 options with different expiration dates and exercise prices.
- (5) Of the 22,730 options, 7,577 were scheduled to vest on January 3, 2008, 7,576 were scheduled to vest on January 3, 2009 and 7,577 were scheduled to vest on January 3, 2010.

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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