

PEABODY ENERGY CORP
 Form 4
 May 14, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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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 *
FIHLER SHARON D

(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)
05/12/2008

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 - Chief Admin. Officer

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 (A) or (D) Price			
Common Stock	05/12/2008		M ⁽¹⁾	6,348 A \$ 17.8541	18,289 ⁽²⁾	D	
Common Stock	05/12/2008		M ⁽¹⁾	16,944 A \$ 39.8143	35,233 ⁽²⁾	D	
Common Stock	05/12/2008		M ⁽¹⁾	10,036 A \$ 34.9553	45,269 ⁽²⁾	D	
Common Stock	05/12/2008		S ⁽¹⁾	5,700 D \$ 67	39,569 ⁽²⁾	D	
Common Stock	05/12/2008		S ⁽¹⁾	600 D \$ 67.01	38,969 ⁽²⁾	D	

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Common Stock	05/12/2008	<u>S(1)</u>	1,900	D	\$ 67.02	37,069 ⁽²⁾	D	
Common Stock	05/12/2008	<u>S(1)</u>	2,200	D	\$ 67.03	34,869 ⁽²⁾	D	
Common Stock	05/12/2008	<u>S(1)</u>	1,400	D	\$ 67.04	33,469 ⁽²⁾	D	
Common Stock	05/12/2008	<u>S(1)</u>	1,000	D	\$ 67.05	32,469 ⁽²⁾	D	
Common Stock	05/12/2008	<u>S(1)</u>	4,400	D	\$ 67.1	28,069 ⁽²⁾	D	
Common Stock	05/12/2008	<u>S(1)</u>	428	D	\$ 67.12	27,641 ⁽²⁾	D	
Common Stock	05/12/2008	<u>S(1)</u>	100	D	\$ 67.13	27,541 ⁽²⁾	D	
Common Stock	05/12/2008	<u>S(1)</u>	200	D	\$ 67.14	27,341 ⁽²⁾	D	
Common Stock	05/12/2008	<u>S(1)</u>	15,400	D	\$ 67.15	11,941 ⁽²⁾	D	
Common Stock	05/12/2008	<u>S(1)</u>	1,500	D	\$ 67	72,968	I	by Family LLC
Common Stock	05/12/2008	<u>S(1)</u>	200	D	\$ 67.01	72,768	I	by Family LLC
Common Stock	05/12/2008	<u>S(1)</u>	300	D	\$ 67.02	72,468	I	by Family LLC
Common Stock	05/12/2008	<u>S(1)</u>	1,900	D	\$ 67.03	70,568	I	by Family LLC
Common Stock	05/12/2008	<u>S(1)</u>	15,000	D	\$ 67.15	55,568	I	by Family LLC
Common Stock	05/12/2008	<u>S(1)</u>	100	D	\$ 67.21	55,468	I	by Family LLC
Common Stock	05/12/2008	<u>S(1)</u>	300	D	\$ 67.25	55,168	I	by Family LLC
Common Stock	05/12/2008	<u>S(1)</u>	500	D	\$ 67.32	54,668	I	by Family LLC
Common Stock	05/12/2008	<u>S(1)</u>	200	D	\$ 67.33	54,468	I	by Family LLC
Common Stock	05/13/2008	<u>S(1)</u>	20,000	D	\$ 70	34,468	I	by Family LLC

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

Persons who respond to the collection of information contained in this form are not

SEC 1474
(9-02)

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 transaction was effected pursuant to a pre-existing Rule 10b5-1 trading plan adopted by the reporting person.

(2) Includes 1,987 shares held by the reporting person in the Company's Employee Stock Purchase Plan.

(3) Not applicable.

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

(5) The options vested in three equal annual installments beginning January 3, 2007.

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.