

PEABODY ENERGY CORP

Form 4

July 25, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
NAVARRE RICHARD A

(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)

07/22/2005

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 and CFO

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	07/22/2005		M		6,991	A	\$ 20.98	59,699 ⁽¹⁾ ⁽²⁾	D ⁽³⁾	
Common Stock	07/22/2005		M		9,705	A	\$ 14.6	69,404 ⁽¹⁾ ⁽²⁾	D ⁽³⁾	
Common Stock	07/22/2005		M		7,142	A	\$ 14	76,546 ⁽¹⁾ ⁽²⁾	D ⁽³⁾	
Common Stock	07/22/2005		S ⁽⁴⁾		147	D	\$ 64.38	76,399 ⁽¹⁾ ⁽²⁾	I	By Trust
Common Stock	07/22/2005		S ⁽⁴⁾		200	D	\$ 64.37	76,199 ⁽¹⁾ ⁽²⁾	I	By Trust

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Common Stock	07/22/2005	S ⁽⁴⁾	691	D	\$ 64.32	75,508	(1) (2)	I	By Trust
Common Stock	07/22/2005	S ⁽⁴⁾	5,953	D	\$ 64.3	69,555	(1) (2)	I	By Trust
Common Stock	07/22/2005	S ⁽⁴⁾	347	D	\$ 64.3	69,208	(1) (2)	I	By Trust
Common Stock	07/22/2005	S ⁽⁴⁾	9,358	D	\$ 64.2	59,850	(1) (2)	I	By Trust
Common Stock	07/22/2005	S ⁽⁴⁾	7,142	D	\$ 64.2	52,708	(1) (2)	I	By Trust

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

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(9-02)

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 (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)	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 20.975	07/25/2005		M	6,991	01/02/2005 ⁽⁵⁾ 01/02/2014	Common Stock	6,991
Employee Stock Option (right to buy)	\$ 14.595	07/25/2005		M	9,705	01/02/2005 ⁽⁸⁾ 01/02/2013	Common Stock	9,705
Employee Stock Option (right to buy)	\$ 14	07/25/2005		M	7,142	05/21/2004 05/21/2011	Common Stock	7,142

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NAVARRE RICHARD A 701 MARKET STREET ST. LOUIS, MO 63101-1826			EVP and CFO	

Signatures

Richard A. Navarre By: Joseph W. Bean,
Attorney-in-Fact

07/25/2005

__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) Amounts have been adjusted to reflect the 2-for-1 stock split announced by the Company in March 2005.
- (2) Does not include 3,735.6762 shares acquired pursuant to the Company's Employee Stock Purchase Plan.
- (3) Pursuant to the Rule 10b5-1 trading plan referred to in footnote 4, upon exercise of the options the shares are immediately transferred to a family trust.
- (4) This sale was effected pursuant to a pre-existing Rule 10b5-1 trading plan adopted by the reporting person.
- (5) 6,990 of the remaining options are exercisable on January 2, 2006. 6,991 of the remaining options are exercisable on January 2, 2007.
- (6) Not applicable.
- (7) The numbers reported in this Column 9 of Table II do not include an additional 229,217 options with different expiration dates and exercise prices.
- (8) The remaining options are exercisable on January 2, 2006.

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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