

PEABODY ENERGY CORP

Form 3

April 05, 2017

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF 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 \*

Â DISCOVERY CAPITAL  
MANAGEMENT, LLC / CT

(Last) (First) (Middle)

20 MARSHALL  
STREET,Â SUITE 310

(Street)

SOUTH  
NORWALK,Â CTÂ 06854

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)  
04/03/2017

3. Issuer Name **and** Ticker or Trading Symbol  
PEABODY ENERGY CORP [BTU]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_ 10% Owner  
\_\_\_\_ Officer \_\_\_\_ Other  
(give title below) (specify below)

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

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

**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities Beneficially Owned  
(Instr. 4)3. Ownership Form:  
Direct (D)  
or Indirect (I)  
(Instr. 5)4. Nature of Indirect Beneficial Ownership  
(Instr. 5)

Common Stock, \$0.01 par value

7,000,455

I

See Footnote <sup>(1)</sup>

Common Stock, \$0.01 par value

4,998,974

I

See Footnote <sup>(2)</sup>

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security  
(Instr. 4)2. Date Exercisable and Expiration Date  
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security

4. Conversion or Exercise

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership

# Edgar Filing: PEABODY ENERGY CORP - Form 3

|                                      | Date<br>Exercisable | Expiration<br>Date | (Instr. 4)<br>Title            | Amount or<br>Number of<br>Shares | Price of<br>Derivative<br>Security | Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | (Instr. 5)       |
|--------------------------------------|---------------------|--------------------|--------------------------------|----------------------------------|------------------------------------|---------------------------------------------------------------------------|------------------|
| Series A Convertible Preferred Stock | 04/03/2017          | Â (3)              | Common Stock, \$0.01 par value | 7,192,536                        | \$ (3)                             | I                                                                         | See Footnote (1) |
| Series A Convertible Preferred Stock | 04/03/2017          | Â (3)              | Common Stock, \$0.01 par value | 7,445,754                        | \$ (3)                             | I                                                                         | See Footnote (2) |
| Warrant                              | 04/03/2017          | 07/03/2017         | Common Stock, \$0.01 par value | 870,363                          | \$ 0.01                            | I                                                                         | See Footnote (1) |
| Warrant                              | 04/03/2017          | 07/03/2017         | Common Stock, \$0.01 par value | 600,774                          | \$ 0.01                            | I                                                                         | See Footnote (2) |

## Reporting Owners

| Reporting Owner Name / Address                                                                                                                     | Relationships |           |         |       |
|----------------------------------------------------------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                                                                                    | Director      | 10% Owner | Officer | Other |
| DISCOVERY CAPITAL MANAGEMENT, LLC / CT<br>20 MARSHALL STREET<br>SUITE 310<br>SOUTH NORWALK,Â CTÂ 06854                                             | Â             | Â X       | Â       | Â     |
| Citrone Robert K.<br>C/O DISCOVERY CAPITAL MANAGEMENT, LLC<br>20 MARSHALL STREET, SUITE 310<br>SOUTH NORWALK,Â CTÂ 06854                           | Â             | Â X       | Â       | Â     |
| Discovery Global Opportunity Partners, L.P.<br>C/O DISCOVERY CAPITAL MANAGEMENT, LLC<br>20 MARSHALL STREET, SUITE 310<br>SOUTH NORWALK,Â CTÂ 06854 | Â             | Â X       | Â       | Â     |

## Signatures

|                                                                               |            |
|-------------------------------------------------------------------------------|------------|
| Discovery Capital Management, LLC, By: /s/ Robert K. Citrone, Managing Member | 04/05/2017 |
| **Signature of Reporting Person                                               | Date       |
| By: /s/ Robert K. Citrone, Managing Member                                    | 04/05/2017 |
| **Signature of Reporting Person                                               | Date       |

Discovery Global Opportunity Partners, LP, By: Discovery Capital Management, LLC, its general partner, By: /s/ Robert K. Citrone, Managing Member

04/05/2017

Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) The securities are held in the accounts of various clients of Discovery Capital Management, LLC ("Discovery") and may be deemed to be beneficially owned by Discovery, as the investment manager to such clients, and Robert K. Citrone, as the managing member of Discovery.
- (2) The securities are held in the account of Discovery Global Opportunity Partners, LP (the "Fund") and may be deemed to be beneficially owned by Discovery, as the general partner of the Fund, and Robert K. Citrone, as the managing member of Discovery.
- (3) The Series A Convertible Preferred Stock has no expiration date and is convertible at a price of \$16.25 per share, subject to adjustment as set forth in the Certificate of Designation attached as Exhibit 3.2 to the Issuer's Form 8-K filed on April 3, 2017. Each share of Series A Convertible Preferred Stock converted to approximately 1.975 shares of Common Stock, \$0.01 par value.

Â

### Remarks:

Each Reporting Person disclaims beneficial ownership in the securities reported on this Form 3 except

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.