

FIEHLER SHARON D  
Form 4  
May 04, 2006

**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 \*  
FIEHLER SHARON D

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/02/2006

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP - Human Resources & Admin.

ST. LOUIS, MO 63101

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (D)  | Price   |
| Common Stock                    | 05/02/2006                           |  | M                              |   | 2,932   | A  | \$ 7.3875   |
|                                 |                                      |  |                                |   | 4,899   | (1) (2)  | D   |
| Common Stock                    | 05/02/2006                           |  | M                              |   | 11,876  | A  | \$ 7.2975   |
|                                 |                                      |  |                                |   | 16,775  | (1) (2)  | D   |
| Common Stock                    | 05/02/2006                           |  | M                              |   | 9,215   | A  | \$ 10.4875  |
|                                 |                                      |  |                                |   | 25,990  | (1) (2)  | D   |
| Common Stock                    | 05/02/2006                           |  | M                              |   | 5,864   | A  | \$ 19.3275  |
|                                 |                                      |  |                                |   | 31,854  | (1) (2)  | D   |
| Common Stock                    | 05/02/2006                           |  | S(3)                           |   | 29,887  | D  | \$ 67.9133  |
|                                 |                                      |  |                                |   | 1,967   | (1) (2)  | D   |

Common  
Stock

104,468 <sup>(1)</sup> I

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)

**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) <sup>(4)</sup> | \$ 7.3875  | 05/02/2006                           |  | M                              | 2,932   | 04/01/2005   | 04/01/2012  | Common Stock | 2,932                      |
| Employee Stock Option (right to buy) <sup>(4)</sup> | \$ 7.2975  | 05/02/2006                           |  | M                              | 11,876  | 01/02/2006   | 01/02/2013  | Common Stock | 11,876                     |
| Employee Stock Option (right to buy) <sup>(4)</sup> | \$ 10.4875   | 05/02/2006                           |  | M                              | 9,215   | 01/02/2006   | 01/02/2014  | Common Stock | 9,215                      |
| Employee Stock Option (right to buy) <sup>(4)</sup> | \$ 19.3275   | 05/02/2006                           |  | M                              | 5,864   | 01/03/2006   | 01/03/2015  | Common Stock | 5,864                      |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer

Other

FIEHLER SHARON D  
701 MARKET STREET  
ST. LOUIS, MO 63101

EVP - Human Resources & Admin.

## Signatures

Sharon D. Fiehler By: Joseph W. Bean,  
Attorney-in-Fact

05/04/2006

\_\_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 effected by the Company in February 2006.
- (2) Includes 1,967 shares held by the reporting person in the Company's Employee Stock Purchase Plan.
- (3) This sale was effected pursuant to a pre-existing Rule 10b5-1 trading plan adopted by the reporting person.
- (4) The number of outstanding stock options and corresponding exercise prices have been adjusted to reflect the 2-for-1 stock split effected by the Company in February 2006.
- (5) Not applicable.
- (6) The numbers reported in this column 9 of Table II do not include an additional 339,270 options with different expiration dates and exercise prices.

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