

MASSEY ENERGY CO
Form 8-K
May 24, 2007

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported) May 24, 2007 (May 22, 2007)

MASSEY ENERGY COMPANY

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction

1-7775
(Commission File No.)

95-0740960
(I.R.S. Employer

of Incorporation)

Identification Number)

4 North 4th Street, Richmond, Virginia
(Address of principal executive offices)

23219
(Zip Code)

Registrants telephone number, including area code: (804) 788-1800

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

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- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 1.01. Entry into a Material Definitive Agreement.

On May 22, 2007, the Registrant's board of directors (the Board) approved an amendment to the Massey Energy Company 1997 Restricted Stock Plan for Non-employee Directors (the Plan) which provides that an awardee's service on the Board as a non-employee director shall be considered to continue for any period following the cessation of the awardee's status as a non-employee director during which the awardee is a paid consultant or advisor to the Registrant or the Board. As a consequence, no forfeiture shall occur by any reason in a change in status from that of a non-employee director to that of a paid consultant, and awards under the Plan outstanding at the time of such change in status shall otherwise continue to vest in accordance with their terms and the terms and provisions of the Plan. The amendment to the Plan is attached hereto as Exhibit 10.1 and is hereby incorporated into this Item 1.01.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits.

Exhibit

Number Description of Exhibit

10.1 Third Amendment to the Massey Energy Company 1997 Restricted Stock Plan for Non-Employee Directors, as amended and restated effective May 24, 2005.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MASSEY ENERGY COMPANY

Date: May 24, 2007

By: /s/ Richard R. Grinnan
Name: Richard R. Grinnan
Title: Vice President and Corporate Secretary

Exhibit Index

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