

PEABODY ENERGY CORP  
 Form 4  
 May 14, 2008

**FORM 4**

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

OMB APPROVAL

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

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Common Stock	05/12/2008	<u>S(1)</u>	1,900	D	\$ 67.02	37,069 <sup>(2)</sup>	D	
Common Stock	05/12/2008	<u>S(1)</u>	2,200	D	\$ 67.03	34,869 <sup>(2)</sup>	D	
Common Stock	05/12/2008	<u>S(1)</u>	1,400	D	\$ 67.04	33,469 <sup>(2)</sup>	D	
Common Stock	05/12/2008	<u>S(1)</u>	1,000	D	\$ 67.05	32,469 <sup>(2)</sup>	D	
Common Stock	05/12/2008	<u>S(1)</u>	4,400	D	\$ 67.1	28,069 <sup>(2)</sup>	D	
Common Stock	05/12/2008	<u>S(1)</u>	428	D	\$ 67.12	27,641 <sup>(2)</sup>	D	
Common Stock	05/12/2008	<u>S(1)</u>	100	D	\$ 67.13	27,541 <sup>(2)</sup>	D	
Common Stock	05/12/2008	<u>S(1)</u>	200	D	\$ 67.14	27,341 <sup>(2)</sup>	D	
Common Stock	05/12/2008	<u>S(1)</u>	15,400	D	\$ 67.15	11,941 <sup>(2)</sup>	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**

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**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)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Share
Employee Stock Option (right to buy)	\$ 17.8541	05/12/2008		M <sup>(1)</sup>	6,348	01/03/2008	01/03/2015	Common Stock	6,348
Employee Stock Option (right to buy)	\$ 39.8143	05/12/2008		M <sup>(1)</sup>	16,944	<u>(5)</u>	01/03/2016	Common Stock	16,944
Employee Stock Option (right to buy)	\$ 34.9553	05/12/2008		M <sup>(1)</sup>	10,036	01/03/2008	01/03/2017	Common Stock	10,036

## Reporting Owners

### Reporting Owner Name / Address

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

### Relationships

Director 10% Owner Officer Other

EVP - Chief Admin. Officer

## Signatures

Sharon D. Fiehler By: Kenneth L. Wagner  
Attorney-in-Fact

05/14/2008

\_\_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) 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.

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