

NAVARRE RICHARD A
Form 4/A
May 04, 2007

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 *
NAVARRE RICHARD A

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)
07/22/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP and CFO

ST. LOUIS, MO 63101-1826

4. If Amendment, Date Original Filed(Month/Day/Year)
07/25/2005

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | 07/22/2005 | | M | | \$ 65,983 (1) (2) 20.98 (3) | D (4) | |
| Common Stock | 07/22/2005 | | M | | \$ 75,688 (1) (2) 14.6 (3) | D (4) | |
| Common Stock | 07/22/2005 | | M | | \$ 82,830 (1) (2) 14 (3) | D (4) | |
| Common Stock | 07/22/2005 | | S(5) | | \$ 82,683 (1) (2) 64.38 (3) | I | By Trust |
| Common Stock | 07/22/2005 | | S(5) | | \$ 82,483 (1) (2) 64.37 (3) | I | By Trust |

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| | | | | | | | | |
|--------------|------------|------------------|-------|---|----------|---|---|----------|
| Common Stock | 07/22/2005 | S ⁽⁵⁾ | 691 | D | \$ 64.32 | 81,792 ^{(1) (2)} ₍₃₎ | I | By Trust |
| Common Stock | 07/22/2005 | S ⁽⁵⁾ | 5,953 | D | \$ 64.3 | 75,839 ^{(1) (2)} ₍₃₎ | I | By Trust |
| Common Stock | 07/22/2005 | S ⁽⁵⁾ | 347 | D | \$ 64.3 | 75,492 ^{(1) (2)} ₍₃₎ | I | By Trust |
| Common Stock | 07/22/2005 | S ⁽⁵⁾ | 9,358 | D | \$ 64.2 | 66,134 ^{(1) (2)} ₍₃₎ | I | By Trust |
| Common Stock | 07/22/2005 | S ⁽⁵⁾ | 7,142 | D | \$ 64.2 | 58,992 ^{(1) (2)} ₍₃₎ | I | By Trust |

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 required to respond unless the form displays a currently valid OMB control number.

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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 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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

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

05/04/2007

__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) This amendment corrects the number of securities beneficially owned following the reported transaction, which was inadvertently understated by 6,284 shares in the originally-filed Form 4, including (i) 3,716 shares inadvertently overstated in the originally-filed Form 4, and (ii) 10,000 shares inadvertently understated and corrected in the reporting person's December 14, 2004 Form 4s, as adjusted for a stock split in March 2005. The understatement was reflected in subsequently filed Form 4s.

(4) Pursuant to the Rule 10b5-1 trading plan referred to in footnote 5, upon exercise of the options the shares are immediately transferred to a family trust.

(5) This sale was effected pursuant to a pre-existing Rule 10b5-1 trading plan adopted by the reporting person.

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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