

NEMEC JIRI
Form 3
January 30, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â NEMEC JIRI | | (Month/Day/Year) | PEABODY ENERGY CORP [BTU] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | | | |
| 701 MARKET STREET | | | (Check all applicable) | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | (Street) | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| ST. LOUIS,Â MOÂ 63101-1826 | | | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | Group VP - U.S. Eastern Ops. | |

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 | 178 | D | Â |
| Common Stock | 9,822 | I | By Family Trust |

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 (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|---|---|
|--|--|---|---|---|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|---------------------------|-----------------|--------------|----------------------------|-----------|---------------------------------------|---|
| Employee Stock Option (right to buy) | 11/19/2007 | 05/19/2008 | Common Stock | 28,548 | \$ 7.145 | D | Â |
| Employee Stock Option (right to buy) | 07/01/2010 | 01/01/2011 | Common Stock | 33,708 | \$ 7.145 | D | Â |
| Employee Stock Option (right to buy) | 01/02/2006 | 01/02/2013 | Common Stock | 3,872 | \$ 14.595 | D | Â |
| Employee Stock Option (right to buy) | 01/02/2006 ⁽¹⁾ | 01/02/2014 | Common Stock | 5,550 | \$ 20.975 | D | Â |
| Employee Stock Option (right to buy) | 01/03/2006 ⁽²⁾ | 01/03/2015 | Common Stock | 4,608 | \$ 38.655 | D | Â |
| Employee Stock Option (right to buy) | 04/19/2006 ⁽³⁾ | 04/19/2015 | Common Stock | 424 | \$ 44.24 | D | Â |
| Employee Stock Option (right to buy) | 07/20/2006 ⁽⁴⁾ | 07/20/2015 | Common Stock | 1,691 | \$ 61.01 | D | Â |
| Employee Stock Option (right to buy) | 01/03/2009 | 01/03/2016 | Common Stock | 9,079 | \$ 86.2 | D | Â |
| Employee Stock Option (right to buy) | 01/03/2007 ⁽⁵⁾ | 01/03/2016 | Common Stock | 8,070 | \$ 86.2 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| NEMEC JIRI 701 MARKET STREET ST. LOUIS, MO 63101-1826 | Â | Â | Â Group VP - U.S. Eastern Ops. | Â |

Signatures

Jiri Nemeč By: Bryan L. Sutter,
Attorney-in-Fact

01/30/2006

__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) Of the 5,550 options, 2,775 vested on January 2, 2006 and 2,775 vest on January 2, 2007.
- (2) Of the 4,608 options, 1,536 vested on January 3, 2006, 1,536 vest on January 3, 2007 and 1,536 vest on January 3, 2008.
- (3) Of the 424 options, 142 vest on April 19, 2006, 141 vest on April 19, 2007 and 141 vest on April 19, 2008.
- (4) Of the 1,691 options, 564 vest on July 20, 2006, 563 vest on July 20, 2007 and 564 vest on July 20, 2008.

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(5) The options vest 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. 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.