Williamson Kemal Form 4 June 06, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB 3235-0287 Number:

Expires:

January 31, 2005

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Check this box if no longer subject to Section 16. Form 4 or

SECURITIES Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Williamson Kemal Issuer Symbol PEABODY ENERGY CORP [BTU] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_ Officer (give title Other (specify C/O PEABODY ENERGY 03/05/2018 below) CORPORATION, 701 MARKET PRESIDENT - AMERICAS **STREET** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person

ST. LOUIS, MO 63101

(State)

(Zip)

(City)

Form filed by More than One Reporting Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Month/Day/Year) (Month/Day/Year) (Instr. 3) 2. Transaction Date (Month/Day/Year) (Instr. 8) Code (Instr. 3, 4 and 5) (Instr. 8) Code (Instr. 8) (A) (A) (D) (Price) (D) or Beneficially (Instr. 4) (Instr. 4) Code (Instr. 8) (A) (Instr. 3 and 4) Code (Instr. 3, 4 and 5) (Instr. 3 and 4) Code (Instr. 3, 4 and 5) (Instr. 3 and 4) Code (Instr. 3, 4 and 5) (Instr. 3 and 4) Code (Instr. 3, 4 and 5) (Instr. 3 and 4) Code (Instr. 3, 4 and 5) (Instr. 3 and 4) Code (Instr. 3, 4 and 5) (Instr. 3 and 4) Code (Instr. 3, 4 and 5) (Instr. 3 and 4) Code (Instr. 3, 4 and 5) (Instr. 3 and 4) Code (Instr. 3, 4 and 5) (Instr. 3 and 4) Code (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 4) Code (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 4) Code (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 3 and 4) Common Stock (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 4) Code (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 4) Code (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 4) Code (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 4) Code (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 4) Code (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 4) Code (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 4) Code (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 4) Code (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) Code (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) Code (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) Code (Instr. 3, 4 and 5) (Instr. 4) Code (Instr. 3, 4 and 5) (Instr. 4) Code (Instr. 4) A 410 (2) A 45.47 Code (Instr. 3, 4 and 5) Code (Inst			Tubic 1 Tion Derivative Securities required, Disposed of, or Deficiently Owned								
(Instr. 3) any (Month/Day/Year) (Instr. 8) Code (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) Beneficially (D) or Beneficial Owned Indirect (I) Following Reported Transaction(s) (Instr. 4) Common Stock O3/05/2018 A 672 (1) A 40.67 D 80 203,925 D	1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities A	Acquired	5. Amount of	6. Ownership	7. Nature of		
(Month/Day/Year) (Instr. 8) (Month/Day/Year) (Instr. 8) (A) (Instr. 4) (Instr. 3 and 4) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 3 and 4) (Instr. 3 and 4)	Security	(Month/Day/Year)	Execution Date, if	Transaction(A) or Disposed of (D)			Securities	Form: Direct	Indirect		
Common Stock Code V Amount (D) Price (Instr. 3 and 4) (Instr. 4) ((Instr. 3)		any	Code	(Instr. 3, 4 and	d 5)	Beneficially	(D) or	Beneficial		
Common Stock Code V Amount (D) Price (Instr. 3 and 4)			(Month/Day/Year)	(Instr. 8)			Owned	Indirect (I)	Ownership		
Common Stock Code V Amount (D) Price A 672 (1) A \$ 203,925 D			•				Following	(Instr. 4)	(Instr. 4)		
Common Stock Code V Amount (D) Price (Instr. 3 and 4) A 672 (1) A \$ 203,925 D					Z.A.S		Reported				
Common Stock O3/05/2018 Code V Amount (D) Price (Instr. 3 and 4) A 672 (1) A \$ 203,925 D					, ,)	Transaction(s)				
Common Stock 03/05/2018 A 672 (1) A \$ 203,925 D				G 1 17		. 5.	(Instr. 3 and 4)				
Stock 03/05/2018 A 672 (1) A 40.67 203,925 D				Code V	Amount (D)) Price					
Stock 40.67	Common	03/05/2018		٨	672 (1) A	\$	203 025	D			
Common 06/04/2018 A 410 (2) A \$ 204.335 D	Stock	03/03/2016		A	072 <u>(4)</u> A	40.67	203,923	D			
Common 06/04/2018 A 410 (2) A \$ 204,335 D											
~ . \(\text{U}\text{V}\frac{\partial \text{A} \text{V}\text{V}\text{A} \text{A} \text{V}\text{A} \text{A} \text{V}\text{A} \t	Common	06/04/2019		٨	410 (2) A	\$	204 225	D			
Stock 45.47	Stock	00/04/2018		А	410 <u>(-)</u> A	45.47	204,333	ע			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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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	2.	3. Transaction Date		4.	5.	6. Date Exer		7. Title a		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if		onNumber	Expiration D		Amount		Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	_	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities	S		(Instr. 3	and 4)		Own
	Security				Acquired						Follo
	,				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						(IIISti
					4, and 5)						
					4, and 3)						
								A	mount		
						D.	E	01	r		
						Date Exercisable	Expiration Date	Title Number of	umber		
				Code V	(A) (D)				hares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

Williamson Kemal C/O PEABODY ENERGY CORPORATION 701 MARKET STREET ST. LOUIS, MO 63101

PRESIDENT - AMERICAS

Signatures

/s/ Scott T. Jarboe, 06/06/2018 attorney-in-fact

**Signature of Reporting Person

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).
- The shares of Common Stock represent exempt dividend equivalents on prior restricted stock unit awards, and were previously included in the reporting person's ownership reported on a Form 4 filed on April 5, 2018.
- (2) The shares of Common Stock represent exempt dividend equivalents on prior restricted stock unit awards.

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.

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