

PEABODY ENERGY CORP  
Form 4  
April 17, 2017

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
ELLIOTT ASSOCIATES, L.P.

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)  
40 WEST 57TH STREET, 30TH FLOOR

3. Date of Earliest Transaction (Month/Day/Year)  
04/12/2017

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  
\_\_X\_\_ 10% Owner  
\_\_\_\_ Other (specify below)

(Street)  
NEW YORK, NY 10019

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_\_X\_\_ 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 Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock, par value \$0.01 per Share <sup>(1)</sup>	04/12/2017		M		51,446	A	\$ 0.01 1,248,633	D
Common Stock, par value \$0.01 per Share <sup>(1)</sup>	04/12/2017		F		19	D	\$ 0.01 1,248,614	D
Common Stock, par	04/12/2017		M		282,344	A	\$ 0.01 3,111,267	I <sup>(2)</sup> See footnotes

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value \$0.01 per Share <u>(1)</u>									
Common Stock, par value \$0.01 per Share <u>(1)</u>	04/12/2017	F	93	D	\$ 0.01	3,111,174	I <u>(2)</u>		See footnotes
Common Stock, par value \$0.01 per Share <u>(1)</u>	04/13/2017	M	52,721	A	\$ 0.01	1,301,335	D		
Common Stock, par value \$0.01 per Share <u>(1)</u>	04/13/2017	F	18	D	\$ 0.01	1,301,317	D		
Common Stock, par value \$0.01 per Share <u>(1)</u>	04/13/2017	M	908	A	\$ 0.01	3,112,082	I <u>(2)</u>		See footnotes
Common Stock, par value \$0.01 per Share <u>(1)</u>	04/13/2017	J <u>(3)</u>	4,287	A	\$ 0 <u>(3)</u>	1,305,604	D		

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

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SEC 1474  
(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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares



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Securities are owned by The Liverpool Limited Partnership, a Bermuda limited partnership and a wholly-owned subsidiary of the Reporting Person.

- (3) These shares and warrants were acquired in connection with the settlement of certain claims in connection with the Issuer's emergence from Chapter 11 Bankruptcy.
- (4) The warrants are currently exercisable.

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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