#### PEABODY ENERGY CORP

Form 4 April 17, 2017

## FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005 Estimated average

0.5

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue.

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

2. Issuer Name and Ticker or Trading

burden hours per response...

5. Relationship of Reporting Person(s) to

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

ELLIOTT ASSOCIATES, L.P.		L.P. Symbo	l	EDCV CO		Issuer				
PEABODY ENE				ERGY CO	KP [I	310]	(Check all applicable)			
(Month/			Date of Earliest Transaction Month/Day/Year) 4/12/2017				Director X 10% Owner Officer (give title below) Other (specify below)			
(Street) 4. If Ame Filed(Mon				Oate Original ar)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
NEW YOR	K, NY 10019						Person			
(City)	(State)	(Zip) Ta	ble I - Non-	Derivative S	ecurit	ies Acq	uired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	4. Securitie ior(A) or Disp (Instr. 3, 4	posed	of (D)	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)	
Common Stock, par value \$0.01 per Share (1)	04/12/2017		Code V	51,446	(D)	Price \$ 0.01	1,248,633	D		
Common Stock, par value \$0.01 per Share (1)	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 (2)	See footnotes	

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

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.

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)	Code	5. Number of ionDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exerci Expiration Da (Month/Day/Y	te	7. Title and Underlying (Instr. 3 and	Securities
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares

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Common Stock Warrant (Right to Buy) (4)	\$ 0.01	04/12/2017	X	51,446	04/03/2017	07/03/2017	Common Stock	51,44
Common Stock Warrant (Right to Buy) (4)	\$ 0.01	04/12/2017	X	282,344	04/03/2017	07/03/2017	Common Stock	282,34
Common Stock Warrant (Right to Buy) (4)	\$ 0.01	04/12/2017	X	52,721	04/03/2017	07/03/2017	Common Stock	52,72
Common Stock Warrant (Right to Buy) (4)	\$ 0.01	04/13/2017	X	908	04/03/2017	07/03/2017	Common Stock	908
Common Stock Warrant (Right to Buy) (4)	\$ 0.01	04/13/2017	J <u>(3)</u>	94	04/03/2017	07/03/2017	Common Stock	94

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
ELLIOTT ASSOCIATES, L.P.		••				
40 WEST 57TH STREET, 30TH FLOOR		X				
NEW YORK, NY 10019						

## **Signatures**

/s/ Elliot Greenberg, Vice President of Braxton Associates, Inc., as General Partner of Elliott Capital Advisors, L.P., as General Partner, of Elliott Associates, L.P.

04/17/2017

\*\*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).
- This Form 4 is filed by Elliott Associates, L.P. (the "Reporting Person"). The Reporting Person may be deemed to be a member of a

  (1) Section 13(d) group that collectively beneficially owns more than 10% of the Issuer's outstanding common stock. The Reporting Person disclaims beneficial ownership of the securities reported herein except to the extent of its pecuniary interest therein.

**(2)** 

Reporting Owners 3

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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. 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.