

PEABODY ENERGY CORP
Form 4
April 05, 2017

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 *
DISCOVERY CAPITAL
MANAGEMENT, LLC / CT

(Last) (First) (Middle)

20 MARSHALL STREET, SUITE
310

(Street)

SOUTH NORWALK, CT 06854

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PEABODY ENERGY CORP [BTU]

3. Date of Earliest Transaction
(Month/Day/Year)
04/03/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
X 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 Indirect Beneficial Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|------------|---|------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock, \$0.01 par value | 04/03/2017 | | C | | 7,192,536 | A | \$ 0 | 14,192,991 | I | See Footnote (1) |
| Common Stock, \$0.01 par value | 04/03/2017 | | C | | 7,445,754 | A | \$ 0 | 12,444,728 | I | See Footnote (2) |
| Common Stock, \$0.01 par value | 04/05/2017 | | X | | 870,363 | A | \$ 0.01 | 15,063,354 | I | See Footnote (1) |

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| | | | | | | | | |
|--------------------------------|------------|------------------|---------|---|----------|------------|---|------------------|
| Common Stock, \$0.01 par value | 04/05/2017 | X | 600,774 | A | \$ 0.01 | 13,045,502 | I | See Footnote (2) |
| Common Stock, \$0.01 par value | 04/05/2017 | S ⁽⁴⁾ | 320 | D | \$ 27.25 | 15,063,034 | I | See Footnote (1) |
| Common Stock, \$0.01 par value | 04/05/2017 | S ⁽⁵⁾ | 220 | D | \$ 27.25 | 13,045,282 | I | See Footnote (2) |

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

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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 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 Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------------------------|-----------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount |
| Series A Convertible Preferred Stock | (3) | 04/03/2017 | | C | 3,641,992 | 04/03/2017 | (3) | Common Stock, \$0.01 par value | 7,800,000 |
| Series A Convertible Preferred Stock | (3) | 04/03/2017 | | C | 3,770,211 | 04/03/2017 | (3) | Common Stock, \$0.01 par value | 7,800,000 |
| Warrant | \$ 0.01 | 04/05/2017 | | X | 870,363 | 04/03/2017 | 07/03/2017 | Common Stock, \$0.01 par value | 8,000,000 |
| Warrant | \$ 0.01 | 04/05/2017 | | X | 600,774 | 04/03/2017 | 07/03/2017 | Common Stock, \$0.01 par value | 6,000,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| DISCOVERY CAPITAL MANAGEMENT, LLC / CT 20 MARSHALL STREET SUITE 310 SOUTH NORWALK, CT 06854 | | X | | |
| Citrone Robert K. C/O DISCOVERY CAPITAL MANAGEMENT, LLC 20 MARSHALL STREET, SUITE 310 SOUTH NORWALK, CT 06854 | | X | | |
| Discovery Global Opportunity Partners, L.P. C/O DISCOVERY CAPITAL MANAGEMENT, LLC 20 MARSHALL STREET, SUITE 310 SOUTH NORWALK, CT 06854 | | X | | |

Signatures

| | |
|---|------------|
| Discovery Capital Management, LLC, By: /s/ Robert K. Citrone, Managing Member | 04/05/2017 |
| __Signature of Reporting Person | Date |
| By: /s/ Robert K. Citrone, Managing Member | 04/05/2017 |
| __Signature of Reporting Person | Date |
| Discovery Global Opportunity Partners, LP, By: Discovery Capital Management, LLC, its general partner, By: /s/ Robert K. Citrone, Managing Member | 04/05/2017 |
| __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).
- (1) The securities are held in the accounts of various clients of Discovery Capital Management, LLC ("Discovery") and may be deemed to be beneficially owned by Discovery, as the investment manager to such clients, and Robert K. Citrone, as the managing member of Discovery.
 - (2) The securities are held in the account of Discovery Global Opportunity Partners, LP (the "Fund") and may be deemed to be beneficially owned by Discovery, as the general partner of the Fund, and Robert K. Citrone, as the managing member of Discovery.
 - (3) The Series A Convertible Preferred Stock has no expiration date and is convertible at a price of \$16.25 per share, subject to adjustment as set forth in the Certificate of Designation attached as Exhibit 3.2 to the Issuer's Form 8-K filed on April 3, 2017. Each share of Series A Convertible Preferred Stock converted to approximately 1.975 shares of Common Stock, \$0.01 par value.
 - (4) On April 5, 2017, the Reporting Person exercised Warrants to purchase 870,363 shares of Common Stock, \$0.01 par value. The Reporting Person paid the exercise price on a cashless basis, resulting in the Issuer's withholding of 320 shares to pay the exercise price and issuing the Reporting Person the remaining 870,043 shares.
 - (5) On April 5, 2017, the Reporting Person exercised Warrants to purchase 600,774 shares of Common Stock, \$0.01 par value. The Reporting Person paid the exercise price on a cashless basis, resulting in the Issuer's withholding of 220 shares to pay the exercise price and issuing the Reporting Person the remaining 600,554 shares.

Remarks:

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Each Reporting Person disclaims beneficial ownership in the securities reported on this Form 4 except to the extent of its or his

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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