

PEABODY ENERGY CORP  
Form DEFA14A  
March 20, 2013

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A

(RULE 14A-101)

Information Required in Proxy Statement

Schedule 14A Information

Proxy Statement Pursuant to Section 14(a) of the Securities

Exchange Act of 1934 (Amendment No. )

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

PEABODY ENERGY CORPORATION

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
  - Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.
- 1) Title of each class of securities to which transaction applies:

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2) Aggregate number of securities to which transaction applies:

3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

4) Proposed maximum aggregate value of transaction:

5) Total fee paid:

.. Fee paid previously with preliminary materials.

.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

1) Amount Previously Paid:

2) Form, Schedule or Registration Statement No.:

3) Filing Party:

4) Date Filed:

SEC 1913 (02-02)

**Important Notice of Availability of Proxy Materials for the Shareholder Meeting of**

**PEABODY ENERGY CORPORATION**

**To Be Held On:**

**April 29, 2013 at 4:00 P.M.**

**Gillette College, Gillette, Wyoming 82718**

**COMPANY NUMBER**

**ACCOUNT NUMBER**

**CONTROL NUMBER**

**This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.**

**If you want to receive a paper or e-mail copy of the proxy materials you must request one. There is no charge to you for requesting a copy. To facilitate timely delivery please make the request as instructed below before April 19, 2013.**

**Please visit <http://www.amstock.com/ProxyServices/ViewMaterial.asp?CoNumber=25749>, where the following materials are available for view:**

Notice of Annual Meeting of Shareholders and Proxy Statement  
Form of Electronic Proxy Card  
Annual Report to Shareholders

**TO REQUEST MATERIAL:** **TELEPHONE: 888-Proxy-NA (888-776-9962); 718-921-8562 (for international callers)**  
**E-MAIL: [info@amstock.com](mailto:info@amstock.com)**

**TO VOTE:** **WEBSITE: <http://www.amstock.com/proxyservices/requestmaterials.asp>**

**ONLINE:** To access your online proxy card, please visit [www.voteproxy.com](http://www.voteproxy.com) and follow the on-screen instructions. You may enter your voting instructions at [www.voteproxy.com](http://www.voteproxy.com) until 11:59 P.M. Eastern Time the day before the cut-off or meeting date.

**IN PERSON:** You may vote your shares in person by attending the Annual Meeting.

**TELEPHONE:** To vote by telephone, please visit <https://secure.amstock.com/voteproxy/login2.asp> to view the materials and to obtain the toll free number to call.

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**MAIL:** You may request a card by following the instructions above.

I. Election of Directors:

**NOMINEES:**

Gregory H. Boyce

William A. Coley

William E. James

Robert B. Karn III

Henry E. Lentz

Robert A. Malone

William C. Rusnack

John F. Turner

Sandra A. Van Trease

Alan H. Washkowitz

2. Ratification of appointment of Independent Registered Public Accounting Firm.

3. Advisory resolution to approve named executive officer compensation.

4. Approval of the material terms of the performance goals under our 2008 Management Annual Incentive Compensation Plan.

5. Shareholder proposal regarding lobbying activities.

6. Shareholder proposal regarding an independent board chair.

**The Board recommends a vote FOR Items 1, 2, 3 and 4 and a vote AGAINST Items 5 and 6.**

**Note: Such other business as may properly come before the meeting and any adjournments or postponements thereof.**

**Please note that you cannot use this notice to vote by mail.**