

WOODRING KENNETH G
Form 4
October 25, 2004

FORM 4

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

OMB APPROVAL

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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 *
WOODRING KENNETH G

(Last) (First) (Middle)

ONE CITYPLACE DRIVE

(Street)

ST. LOUIS, MO 63141

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ARCH COAL INC [ACI]

3. Date of Earliest Transaction (Month/Day/Year)
10/21/2004

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Exec. VP-Mining Operations

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)
				(A) or (D)	Price		
Common Stock ⁽¹⁾	10/21/2004		M	18,550 A	\$ 22.6 0	D	
Common Stock ⁽¹⁾	10/21/2004		S	16,400 D	\$ 34 0	D	
Common Stock ⁽¹⁾	10/21/2004		S	2,150 D	\$ 33.5 0	D	
Common Stock ⁽¹⁾	10/21/2004		M	9,300 A	\$ 21.95 0	D	
Common Stock ⁽¹⁾	10/21/2004		S	9,300 D	\$ 33.5 0	D	

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Common Stock <u>(1)</u>	10/21/2004	M	21,350	A	\$ 18.15	0	D	
Common Stock <u>(1)</u>	10/21/2004	S	16,400	D	\$ 33.25	0	D	
Common Stock <u>(1)</u>	10/21/2004	S	4,950	D	\$ 33.5	0	D	
Common Stock <u>(1)</u>	10/22/2004	M	13,600	A	\$ 22.875	0	D	
Common Stock <u>(1)</u>	10/22/2004	S	13,600	D	\$ 34.5	0	D	
Common Stock <u>(1)</u>	10/22/2004	M	2,800	A	\$ 22.6	11,107	D	
Common Stock <u>(1)</u>	10/22/2004	S	2,800	D	\$ 34.5	2,378	I	By 401(k) plan

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.

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(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 or Number of Shares
Employee Stock Options	\$ 22.6	10/21/2004		M	18,550	04/25/2003	04/25/2012	Common Stock	18,550
Employee Stock Options	\$ 21.95	10/21/2004		M	9,300	02/22/2004	02/22/2011	Common Stock	9,300
Employee Stock Options	\$ 18.15	10/21/2004		M	21,350	02/29/2004	02/29/2012	Common Stock	21,350
Employee Stock	\$ 22.875	10/22/2004		M	13,600	07/22/2001	07/22/2008	Common Stock	13,600

Options

Employee

Stock	\$ 22.6	10/22/2004	M	2,800	04/25/2004	04/25/2012	Common Stock	2,800
Options								

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WOODRING KENNETH G ONE CITYPLACE DRIVE ST. LOUIS, MO 63141			Exec. VP-Mining Operations	

Signatures

/s/ Janet L. Horgan, Attorney-in-Fact	10/25/2004
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**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) Cashless exercise of employee stock options pursuant to pre-existing 10b5-1 plan

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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