ARCH COAL INC Form 4

February 11, 2008

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

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January 31, 2005

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obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Slone Deck Issuer Symbol ARCH COAL INC [ACI] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X\_ Officer (give title Other (specify ONE CITYPLACE DRIVE, SUITE 02/07/2008 below) 300 VP Investor Rel & Public Aff (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person

ST. LOUIS, MO 63141

(City)	(State)	(Zip) Tab	le I - Non-	Derivativ	e Secu	rities Acqui	red, Disposed of,	or Beneficiall	y 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)		sed of 4 and (A) or	` '	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 (1)	02/07/2008		M	1,350	A	<u>(1)</u>	10,300	D	
Common stock (2)	02/08/2008		M	1,500	A	\$ 11.4375	11,800	D	
Common stock	02/08/2008		S	1,500	D	\$ 50	10,300	D	

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

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Person

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#### number.

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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title a Underlyi (Instr. 3 a
		Security				Disposed of (D) (Instr. 3, 4, and 5)			
					Code V	(A) (D)	Date Exercisable	Expiration Date	Title
	Performance-contingent phantom stock	(3)	02/07/2008		M	2,700	<u>(4)</u>	12/31/2008	Comm
	Employee stock options (right to buy) (2)	\$ 11.4375	02/08/2008		M	1,500	<u>(5)</u>	07/22/2008	Comm

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Slone Deck

ONE CITYPLACE DRIVE SUITE 300

VP Investor Rel & Public Aff

ST. LOUIS, MO 63141

## **Signatures**

/s/Gregory A. Billhartz, Attorney-in-Fact

02/11/2008

\*\*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).
- The reporting person received 5,400 performance-contingent phantom shares on July 28, 2005. One-half of the performance contingent phantom shares vest if the average closing price of Arch Coal, Inc.'s common stock for a period of 20 consecutive trading days meets or exceeds \$40.00, subject to the achievement of certain financial performance targets. Upon vesting of 2,700 performance contingent phantom shares on February 7, 2008, the reporting person received 1,350 shares of common stock and \$66,298 in cash.
- (2) The exercise of employee stock options and sale of underlying shares of common stock by the executive officer reported on this Form 4 were affected pursuant to a Rule 10b5-1 trading plan.
- (3) Each performance-contingent phantom share represents a right to receive one share of common stock or the cash value thereof, unless otherwise deferred at the reporting person's election, pursuant to the Arch Coal, Inc. Executive Deferred Compensation Plan.

Reporting Owners 2

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- The reporting person received 5,400 performance-contingent phantom shares on July 28, 2005. One-half of the performance-contingent phantom shares vest if the average closing price of Arch Coal's common stock for a period of 20 consecutive trading days meets or
- (4) exceeds \$35.00 and the other half of the performance shares vest if the average closing price of Arch Coal's common stock for a period of 20 consecutive trading days meets or exceeds \$40.00, subject, in each case to the achievement of certain financial performance targets. On February 7, 2008, 2,700 performance-contingent phantom shares vested.
- (5) The reporting person received 1,500 stock options on July 22, 1998. The stock options vested ratably over a three year period as follows: 500 stock options vested on July 22, 1999; 500 stock options vested on July 22, 2000; and 500 stock options vested on July 22, 2001.

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.