Edgar Filing: ARCH COAL INC - Form 4

ARCH COA										
FORM	ЛЛ	CT A TEC	SECU	DITIES			COMMISSION	т	PPROVAL	
	UNITED	SIAIES		shington				Number:	3235-0287	
Check t if no lor subject Section Form 4 Form 5 obligati may con <i>See</i> Inst 1(b).	nger to 16. or Filed put ons stinue.	CHAN ection	NGES IN SECUI	Expires: Estimated burden hou response	urs per					
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> POTTER ROBERT G			Symbol	er Name an COAL II			5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) ONECITYPLACE DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 12/15/2008			(Check all applicable) <u>X</u> Director Officer (give title below) <u>10%</u> Owner Other (specify below)				
(Street) ST. LOUIS, MO 63141			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	Securities A	Person	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8) Code V	4. Securiti nAcquired Disposed (Instr. 3, 4 Amount	(A) or 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)	
Reminder: Re	port on a separate line	e for each cla	ass of sec	urities bene	Perso inform requir	ns who res nation cont ed to resp ys a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities	Derivativ
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Securities			(Instr. 5)

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	Derivative Security			Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)							
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	<u>(1)</u>	12/15/2008	А		237		(2)	(2)	Common Stock	237	\$ 15.5

Reporting Owners

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
POTTER ROBERT G ONECITYPLACE DRIVE ST. LOUIS, MO 63141	Х								
Signatures									
/s/ Gregory A. Billhartz, Attorney-in-Fact		12/16	/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).

Each share of phantom stock represents a right to receive the value in cash of one share of Arch Coal, Inc. common stock. The shares of phantom stock are held by the director through the Arch Coal, Inc. Deferred Compensation Plan for Non-Employee Directors (the

- (1) "Plan"). The shares of phantom stock acquired by the director represent dividends attributable to amounts that the director elected to defer under the Plan into a hypothetical investment in shares of Arch Coal, Inc. common stock.
- (2) Shares of phantom stock are payable in cash following termination of the director's service as a director of Arch Coal, Inc. The director may transfer amounts held in the phantom stock account into an alternative investment account at any time.

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.