

PEABODY ENERGY CORP  
Form SC 13G/A  
February 16, 2016

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934**

**(Amendment No. 1)**

**PEABODY ENERGY CORPORATION**

**(Name of Issuer)**

**COMMON STOCK**

**(Title of Class of Securities)**

**704549104**

**(CUSIP Number)**

**December 31, 2015**

**(Date of Event Which Requires Filing of this Statement)**

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

“ Rule 13d-1(d)

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Master Fund, Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) " (b) "

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman

5 SOLE VOTING POWER

NUMBER OF

SHARES None (See Item 4)  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY None (see Item 4)  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON None (See Item 4)  
8 SHARED DISPOSITIVE POWER

WITH

9 None  
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 None (See Item 4)  
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

Not Applicable

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.00%

12 TYPE OF REPORTING PERSON\*

CO

\* SEE INSTRUCTIONS BEFORE FILLING OUT.

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Global, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) " (b) "

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES None

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY None (See Item 4)

7 SOLE DISPOSITIVE POWER

EACH

REPORTING

PERSON None

8 SHARED DISPOSITIVE POWER

WITH

None (See Item 4)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

Not Applicable

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.00%

12 TYPE OF REPORTING PERSON\*

OO

\* SEE INSTRUCTIONS BEFORE FILLING OUT.

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Global Investments, Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) " (b) "

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman

5 SOLE VOTING POWER

NUMBER OF

SHARES

None  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

EACH

None (See Item 4)  
7 SOLE DISPOSITIVE POWER

REPORTING

PERSON

WITH

None  
8 SHARED DISPOSITIVE POWER

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

None (See Item 4)

Not Applicable

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.00%

12 TYPE OF REPORTING PERSON\*

CO

\* SEE INSTRUCTIONS BEFORE FILLING OUT.



1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Institutional Fund, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) " (b) "

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES

None  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

EACH

None (See Item 4)  
7 SOLE DISPOSITIVE POWER

REPORTING

PERSON

WITH

None  
8 SHARED DISPOSITIVE POWER

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

None (See Item 4)

Not Applicable

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.00%

12 TYPE OF REPORTING PERSON\*

OO

\* SEE INSTRUCTIONS BEFORE FILLING OUT.

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Institutional Fund, Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) " (b) "

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman

5 SOLE VOTING POWER

NUMBER OF

SHARES

None  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

EACH

None (See Item 4)  
7 SOLE DISPOSITIVE POWER

REPORTING

PERSON

WITH

None  
8 SHARED DISPOSITIVE POWER

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

None (See Item 4)

Not Applicable

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.00%

12 TYPE OF REPORTING PERSON\*

CO

\* SEE INSTRUCTIONS BEFORE FILLING OUT.

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Institutional Fund II, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) " (b) "

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES None

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY None (See Item 4)

EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON None

8 SHARED DISPOSITIVE POWER

WITH

None (See Item 4)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

Not Applicable

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.00%

12 TYPE OF REPORTING PERSON\*

OO

\* SEE INSTRUCTIONS BEFORE FILLING OUT.

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Institutional Fund II, Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) " (b) "

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman

5 SOLE VOTING POWER

NUMBER OF

SHARES None

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY None (See Item 4)

7 SOLE DISPOSITIVE POWER

EACH

REPORTING

PERSON None

8 SHARED DISPOSITIVE POWER

WITH

None (See Item 4)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

Not Applicable

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.00%

12 TYPE OF REPORTING PERSON\*

CO

\* SEE INSTRUCTIONS BEFORE FILLING OUT.



1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Global Japan Unit Trust

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) " (b) "

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman

5 SOLE VOTING POWER

NUMBER OF

SHARES None

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY None (See Item 4)

7 SOLE DISPOSITIVE POWER

EACH

REPORTING

PERSON None

8 SHARED DISPOSITIVE POWER

WITH

None (See Item 4)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

Not Applicable

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.00%

12 TYPE OF REPORTING PERSON\*

OO

\* SEE INSTRUCTIONS BEFORE FILLING OUT.

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Enhanced Master Fund, Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) " (b) "

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman

5 SOLE VOTING POWER

NUMBER OF

SHARES

None  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

EACH

None (See Item 4)  
7 SOLE DISPOSITIVE POWER

REPORTING

PERSON

WITH

None  
8 SHARED DISPOSITIVE POWER

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

None (See Item 4)

Not Applicable

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.00%

12 TYPE OF REPORTING PERSON\*

CO

\* SEE INSTRUCTIONS BEFORE FILLING OUT.

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Enhanced Fund, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) " (b) "

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES None  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY None (See Item 4)  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON None  
8 SHARED DISPOSITIVE POWER

WITH

9 None (See Item 4)  
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 None (See Item 4)  
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

Not Applicable

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.00%

12 TYPE OF REPORTING PERSON\*

OO

\* SEE INSTRUCTIONS BEFORE FILLING OUT.

## 1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Enhanced Fund, Ltd.

## 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) " (b) "

## 3 SEC USE ONLY

## 4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman

## 5 SOLE VOTING POWER

NUMBER OF

SHARES	None
	6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY	None (See Item 4)
EACH	7 SOLE DISPOSITIVE POWER

REPORTING

PERSON	None
	8 SHARED DISPOSITIVE POWER

WITH

	None (See Item 4)
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

	None (See Item 4)
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

Not Applicable

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.00%

12 TYPE OF REPORTING PERSON\*

CO

\* SEE INSTRUCTIONS BEFORE FILLING OUT.



1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Fundamental Trading Master Fund, Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) " (b) "

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman

5 SOLE VOTING POWER

NUMBER OF

SHARES None

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY None (See Item 4)

7 SOLE DISPOSITIVE POWER

EACH

REPORTING

PERSON None

8 SHARED DISPOSITIVE POWER

WITH

None (See Item 4)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

Not Applicable

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.00%

12 TYPE OF REPORTING PERSON\*

CO

\* SEE INSTRUCTIONS BEFORE FILLING OUT.

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Fundamental Trading Fund, Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) " (b) "

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman

5 SOLE VOTING POWER

NUMBER OF

SHARES None

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

None (See Item 4)

EACH

7 SOLE DISPOSITIVE POWER

REPORTING

PERSON None

8 SHARED DISPOSITIVE POWER

WITH

None (See Item 4)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

Not Applicable

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.00%

12 TYPE OF REPORTING PERSON\*

CO

\* SEE INSTRUCTIONS BEFORE FILLING OUT.

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Fundamental Trading Fund, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) " (b) "

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES None

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY None (See Item 4)

EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON None

8 SHARED DISPOSITIVE POWER

WITH

None (See Item 4)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

Not Applicable

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.00%

12 TYPE OF REPORTING PERSON\*

OO

\* SEE INSTRUCTIONS BEFORE FILLING OUT.

## 1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Lyxor/Balyasny Atlas Enhanced Fund Limited

## 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) " (b) "

## 3 SEC USE ONLY

## 4 CITIZENSHIP OR PLACE OF ORGANIZATION

Jersey

## 5 SOLE VOTING POWER

NUMBER OF

SHARES

None

## 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

None (See Item 4)

EACH

## 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON

None

## 8 SHARED DISPOSITIVE POWER

WITH

None (See Item 4)

## 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None (See Item 4)

## 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

Not Applicable

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.00%

12 TYPE OF REPORTING PERSON\*

CO

\* SEE INSTRUCTIONS BEFORE FILLING OUT.



## 1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

BAM Zie Master Fund, Ltd.

## 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) " (b) "

## 3 SEC USE ONLY

## 4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman

## 5 SOLE VOTING POWER

NUMBER OF

SHARES None  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY None (See Item 4)  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON None  
8 SHARED DISPOSITIVE POWER

WITH

None (See Item 4)  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSONNone (See Item 4)  
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

Not Applicable

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.00%

12 TYPE OF REPORTING PERSON\*

CO

\* SEE INSTRUCTIONS BEFORE FILLING OUT.

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

BAM Zie Fund, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) " (b) "

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES None

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

None (See Item 4)

7 SOLE DISPOSITIVE POWER

EACH

REPORTING

PERSON None

8 SHARED DISPOSITIVE POWER

WITH

None (See Item 4)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

Not Applicable

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.00%

12 TYPE OF REPORTING PERSON\*

OO

\* SEE INSTRUCTIONS BEFORE FILLING OUT.

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

BAM Zie Fund, Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) " (b) "

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman

5 SOLE VOTING POWER

NUMBER OF

SHARES None

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

None (See Item 4)

EACH

7 SOLE DISPOSITIVE POWER

REPORTING

PERSON None

8 SHARED DISPOSITIVE POWER

WITH

None (See Item 4)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

Not Applicable

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.00%

12 TYPE OF REPORTING PERSON\*

CO

\* SEE INSTRUCTIONS BEFORE FILLING OUT.

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Balyasny Asset Management L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) " (b) "

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES None (See Item 4)  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY None  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON None (See Item 4)  
8 SHARED DISPOSITIVE POWER

WITH

9 None  
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 None (See Item 4)  
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

Not Applicable

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.00%

12 TYPE OF REPORTING PERSON\*

IA

\* SEE INSTRUCTIONS BEFORE FILLING OUT.



1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Dmitry Balyasny

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) " (b) "

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

5 SOLE VOTING POWER

NUMBER OF

SHARES None (See Item 4)  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY None  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON None (See Item 4)  
8 SHARED DISPOSITIVE POWER

WITH

9 None  
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 None (See Item 4)  
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

Not Applicable

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.00%

12 TYPE OF REPORTING PERSON\*

IN

\* SEE INSTRUCTIONS BEFORE FILLING OUT.

**Item 1** (a) Name of Issuer:  
PEABODY ENERGY CORPORATION (the Company )

(b) Address of Issuer's Principal Executive Offices:  
701 Market Street  
  
St. Louis, Missouri 63101-1826  
  
United States

**Item 2** (a) (c) This statement is filed on behalf of the following:

(1) Atlas Master Fund, Ltd. is a Cayman corporation ( AMF ), with its principal business office at c/o Maples Corporate Services Limited, P.O. Box 309, Ugland House, George Town, Grand Cayman KY1-1104, Cayman Islands, British West Indies.

(2) Atlas Global, LLC is a Delaware limited liability company ( AG ), with its principal business office at 181 West Madison, Suite 3600, Chicago, IL 60602. AG owns 14.40% of the equity interests in AMF.

(3) Atlas Global Investments, Ltd. is a Cayman corporation ( AGI ), with its principal business office at c/o Maples Corporate Services Limited, P.O. Box 309, Ugland House, George Town, Grand Cayman KY1-1104, Cayman Islands, British West Indies. AGI owns 21.61% of the equity interests in AMF.

(4) Atlas Institutional Fund, LLC is a Delaware limited liability company ( AIF LLC ), with its principal business office at 181 West Madison, Suite 3600, Chicago, IL 60602. AIF LLC owns 5.40% of the equity interests in AMF.

(5) Atlas Institutional Fund, Ltd. is a Cayman corporation ( AIF LTD ), with its principal business office at c/o Maples Corporate Services Limited, P.O. Box 309, Ugland House, George Town, Grand Cayman KY1-1104, Cayman Islands, British West Indies. AIF, LTD owns 15.62% of the equity interests in AMF.

(6) Atlas Institutional Fund II, LLC is a Delaware limited liability company ( AIF2 LLC ), with its principal business office at 181 West Madison, Suite 3600, and Chicago, IL 60602. AIF2 LLC owns 8.57% of the equity interests in AMF.

(7) Atlas Institutional Fund II, Ltd. is a Cayman corporation ( AIF2 LTD ), with its principal business office at c/o Maples Corporate Services Limited, P.O. Box 309, Ugland House, George Town, Grand Cayman KY1-1104, Cayman Islands, British West Indies. AIF2 LTD owns 18.91% of the equity interests in AMF.

(8) Atlas Global Japan Unit Trust is a Cayman exempted unit trust ( AGJ ), with its principal business office at c/o CIBC Bank and Trust Company (Cayman) Limited, CIBC Financial Centre, 11 Dr. Roy s Drive-~~9~~ Floor, P.O. Box 694, Grand Cayman, Cayman Islands, British West Indies. AGJ owns 7.46% of the equity interests in AMF.

(9) Atlas Enhanced Master Fund, Ltd. is a Cayman corporation ( AEMF ), with its principal business office at c/o Maples Corporate Services Limited, P.O. Box 309, Ugland House, George Town, Grand Cayman KY1-1104, Cayman Islands, British West Indies.

(10) Atlas Enhanced Fund, L.P. is a Delaware limited partnership ( AEF LP ), with its principal business office at 181 West Madison, Suite 3600, Chicago, IL 60602. AEF LP owns 31.12% of the equity interests in AEMF.

(11) Atlas Enhanced Fund, Ltd. is a Cayman corporation ( AEF LTD ), with its principal business office at c/o Maples Corporate Services Limited, P.O. Box 309, Ugland House, George Town, Grand Cayman KY1-1104, Cayman Islands, British West Indies. AEF LTD. owns 68.24% of the equity interests in AEMF.

(12) Lyxor/Balyasny Atlas Enhanced Fund Limited is a Jersey limited corporation ( LYXOR ), with its registered office at 18 Esplanade, St. Helier, Jersey JE4 8RT, Channel Islands.

(13) BAM Zie Master Fund, Ltd. is a Cayman corporation ( BZMF ), with its principal business office at c/o Maples Corporate Services Limited, P.O. Box 309, Ugland House, George Town, Grand Cayman KY1-1104, Cayman Islands, British West Indies.

(14) BAM Zie Fund, LLC is a Delaware limited liability company ( BZF LLC ), with its principal business office at 181 West Madison, Suite 3600, Chicago, IL 60602. BZF LLC owns 39.18% of the equity interests in BZMF.

(15) BAM Zie Fund, Ltd. is a Cayman corporation ( BZF LTD ), with its principal business office at c/o Maples Corporate Services Limited, P.O. Box 309, Ugland House, George Town, Grand Cayman KY1-1104, Cayman Islands, British West Indies. BZF LTD owns 60.18% of the equity interests in BZMF.

(16) Atlas Fundamental Trading Master Fund Ltd. is a Cayman corporation ( AFT MASTER ), with its principal business office at c/o Maples Corporate Services Limited, P.O. Box 309, Ugland House, George Town, Grand Cayman KY1-1104, Cayman Islands, British West Indies.

(17) Atlas Fundamental Trading Fund, L.P., is a Delaware limited partnership ( AFT LP ), with its principal business office at 181 West Madison, Suite 3600, Chicago, IL 60602. AFT LP owns 69.96% of the equity interests in AFT MASTER.

(18) Atlas Fundamental Trading Fund Ltd. is a Cayman corporation ( AFT LTD ), with its principal business office at c/o Maples Corporate Services Limited, P.O. Box 309, Umland House, George Town, Grand Cayman KY1-1104, Cayman Islands, British West Indies. AFT LTD owns 29.49% of the equity interests in AFT MASTER

(19) Balyasny Asset Management L.P. is a Delaware limited partnership ( BAM ), with its principal business office at 181 West Madison, Suite 3600, and Chicago, IL 60602. BAM is the investment manager to each of AMF, AG, AGI, AIF LLC, AIF LTD, AIF2 LLC, AIF2 LTD, AGJ, AEMF, AEF LP, AEF LTD, LYXOR, BZMF, BZF LLC, BZF LTD, AFT MASTER, AFT LP, AFT LTD.

(20) Dmitry Balyasny, a United States citizen whose business address is 181 West Madison, Suite 3600, Chicago, IL 60602. Dmitry Balyasny is the sole managing member of the general partner of BAM.

(d) Title of Class of Securities:  
Common Stock

(e) CUSIP Number: 704549104

**Item 3** If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:  
Not Applicable

**Item 4** Ownership:  
AMF

(a) Amount Beneficially Owned:  
None

0.00% (b) Percent of Class:

(c) Number of Shares as to which person has:

None (i) Sole power to vote or to direct vote:

None (ii) Shared power to vote or to direct vote:

None (iii) Sole power to dispose or direct disposition of:

None (iv) Shared power to dispose or to direct disposition of:

AG

None (a) Amount Beneficially Owned:

0.00% (b) Percent of Class:

(c) Number of Shares as to which person has:

None (i) Sole power to vote or to direct vote:

None (ii) Shared power to vote or to direct vote:

(iii) Sole power to dispose or direct disposition of:

None

Page 25 of 41 Pages

None (iv) Shared power to dispose or to direct disposition of:

AGI

None (a) Amount Beneficially Owned:

0.00% (b) Percent of Class:

(c) Number of Shares as to which person has:

None (i) Sole power to vote or to direct vote:

None (ii) Shared power to vote or to direct vote:

None (ii) Sole power to dispose or direct disposition of:

None (iv) Shared power to dispose or to direct disposition of:

AIF LLC

None (a) Amount Beneficially Owned:

0.00% (b) Percent of Class:



(c) Number of Shares as to which person has:

(i) Sole power to vote or to direct vote:

None

Page 26 of 41 Pages

None (ii) Shared power to vote or to direct vote:

None (iii) Sole power to dispose or direct disposition of:

None (iv) Shared power to dispose or to direct disposition of:

AIF LTD

None (a) Amount Beneficially Owned:

0.00% (b) Percent of Class:

(c) Number of Shares as to which person has:

None (i) Sole power to vote or to direct vote:

None (ii) Shared power to vote or to direct vote:

None (iii) Sole power to dispose or direct disposition of:

None (iv) Shared power to dispose or to direct disposition of:



AIF2 LLC

None (a) Amount Beneficially Owned:

0.00% (b) Percent of Class:

(c) Number of Shares as to which person has:

None (i) Sole power to vote or to direct vote:

None (ii) Shared power to vote or to direct vote:

None (iii) Sole power to dispose or direct disposition of:

None (iv) Shared power to dispose or to direct disposition of:

AIF2 LTD

None (a) Amount Beneficially Owned:

0.00% (b) Percent of Class:

(c) Number of Shares as to which person has:

None (i) Sole power to vote or to direct vote:

None (ii) Shared power to vote or to direct vote:

None (iii) Sole power to dispose or direct disposition of:

None (iv) Shared power to dispose or to direct disposition of:

AGJ

None (a) Amount Beneficially Owned:

0.00% (b) Percent of Class:

(c) Number of Shares as to which person has:

None (i) Sole power to vote or to direct vote:

None (ii) Shared power to vote or to direct vote:

None (iii) Sole power to dispose or direct disposition of:

None (iv) Shared power to dispose or to direct disposition of:

AEMF

None (a) Amount Beneficially Owned:



0.00% (b) Percent of Class:

(c) Number of Shares as to which person has:

None (i) Sole power to vote or to direct vote:

None (ii) Shared power to vote or to direct vote:

None (iii) Sole power to dispose or direct disposition of:

None (iv) Shared power to dispose or to direct disposition of:

AEFLP

None (a) Amount Beneficially Owned:

0.00% (b) Percent of Class:

(c) Number of Shares as to which person has:

None (i) Sole power to vote or to direct vote:

None (ii) Shared power to vote or to direct vote:



(iii) Sole power to dispose or direct disposition of:

None

Page 30 of 41 Pages

None (iv) Shared power to dispose or to direct disposition of:

AEFLTD

None (a) Amount Beneficially Owned:

0.00% (b) Percent of Class:

(c) Number of Shares as to which person has:

None (i) Sole power to vote or to direct vote:

None (ii) Shared power to vote or to direct vote:

None (iii) Sole power to dispose or direct disposition of:

None (iv) Shared power to dispose or to direct disposition of:

LYXOR

None (a) Amount Beneficially Owned:

0.00% (b) Percent of Class:

(c) Number of Shares as to which person has:

(i) Sole power to vote or to direct vote:

None

Page 31 of 41 Pages

None (ii) Shared power to vote or to direct vote:

None (iii) Sole power to dispose or direct disposition of:

None (iv) Shared power to dispose or to direct disposition of:

BZMF

None (a) Amount Beneficially Owned:

0.00% (b) Percent of Class:

(c) Number of Shares as to which person has:

None (ii) Sole power to vote or to direct vote:

None (ii) Shared power to vote or to direct vote:

None (iii) Sole power to dispose or direct disposition of:

None (iv) Shared power to dispose or to direct disposition of:



BZF LLC

None (a) Amount Beneficially Owned:

0.00% (b) Percent of Class:

(c) Number of Shares as to which person has:

None (iv) Sole power to vote or to direct vote:

None (ii) Shared power to vote or to direct vote:

None (iii) Sole power to dispose or direct disposition of:

None (iv) Shared power to dispose or to direct disposition of:

BZF LTD

None (a) Amount Beneficially Owned:

0.00% (b) Percent of Class:

(c) Number of Shares as to which person has:

None (i) Sole power to vote or to direct vote:

None (ii) Shared power to vote or to direct vote:

None (v) Sole power to dispose or direct disposition of:

None (iv) Shared power to dispose or to direct disposition of:

AFT MASTER

None (a) Amount Beneficially Owned:

0.00% (b) Percent of Class:

(c) Number of Shares as to which person has:

None (i) Sole power to vote or to direct vote:

None (ii) Shared power to vote or to direct vote:

None (iii) Sole power to dispose or direct disposition of:

None (iv) Shared power to dispose or to direct disposition of:



AFT LP

None (a) Amount Beneficially Owned:

0.00% (b) Percent of Class:

(c) Number of Shares as to which person has:

None (i) Sole power to vote or to direct vote:

None (ii) Shared power to vote or to direct vote:

None (iii) Sole power to dispose or direct disposition of:

None (iv) Shared power to dispose or to direct disposition of:

AFT LTD

None (a) Amount Beneficially Owned:

0.00% (b) Percent of Class:

(c) Number of Shares as to which person has:

None (i) Sole power to vote or to direct vote:

None (ii) Shared power to vote or to direct vote:

None (iii) Sole power to dispose or direct disposition of:

None (iv) Shared power to dispose or to direct disposition of:

BAM

None (a) Amount Beneficially Owned:

0.00% (b) Percent of Class:

(c) Number of Shares as to which person has:

None (i) Sole power to vote or to direct vote:

None (ii) Shared power to vote or to direct vote:

None (iii) Sole power to dispose or direct disposition of:

None (iv) Shared power to dispose or to direct disposition of:

Dmitry Balyasny

None (a) Amount Beneficially Owned:



(b) Percent of Class:  
0.00%

(c) Number of Shares as to which person has:

(i) Sole power to vote or to direct vote:  
None

(ii) Shared power to vote or to direct vote:  
None

(iii) Sole power to dispose or direct disposition of:  
None

(iv) Shared power to dispose or to direct disposition of:  
None

**Item 5** Ownership of Five Percent or Less of a Class:  
Applicable

**Item 6** Ownership of More than Five Percent on Behalf of Another Person:  
Not Applicable

**Item 7** Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company:  
Not Applicable

**Item 8** Identification and Classification of Members of the Group:  
Not Applicable

**Item 9** Notice of Dissolution of Group:

Not Applicable

Page 37 of 41 Pages

**Item 10** Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Page 38 of 41 Pages

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 16, 2016

**ATLAS MASTER FUND, LTD.**

By: /s/ Scott Schroeder  
Scott Schroeder  
Authorized Signatory

**ATLAS GLOBAL INVESTMENTS, LTD.**

By: /s/ Scott Schroeder  
Scott Schroeder  
Authorized Signatory

**ATLAS INSTITUTIONAL FUND, LTD.**

By: /s/ Scott Schroeder  
Scott Schroeder  
Authorized Signatory

**ATLAS INSTITUTIONAL FUND II, LTD.**

By: /s/ Scott Schroeder  
Scott Schroeder  
Authorized Signatory

**ATLAS GLOBAL, LLC**

By: /s/ Scott Schroeder  
Scott Schroeder  
Authorized Signatory

**ATLAS INSTITUTIONAL FUND, LLC**

By: /s/ Scott Schroeder  
Scott Schroeder  
Authorized Signatory

**ATLAS INSTITUTIONAL FUND II, LLC**

By: /s/ Scott Schroeder  
Scott Schroeder  
Authorized Signatory



**ATLAS GLOBAL JAPAN UNIT TRUST**

By: /s/ Scott Schroeder  
Scott Schroeder  
Authorized Representative

Page 39 of 41 Pages

**ATLAS ENHANCED MASTER FUND, LTD.**

By: /s/ Scott Schroeder  
Scott Schroeder  
Authorized Signatory

**ATLAS ENHANCED FUND, LTD.**

By: /s/ Scott Schroeder  
Scott Schroeder  
Authorized Signatory

**BAM ZIE MASTER FUND, LTD**

By: /s/ Scott Schroeder  
Scott Schroeder  
Authorized Signatory

**BAM ZIE FUND, LTD**

By: /s/ Scott Schroeder  
Scott Schroeder  
Authorized Signatory

**ATLAS FUNDAMENTAL TRADING FUND, L.P.**

By: /s/ Scott Schroeder  
Scott Schroeder  
Authorized Signatory

**ATLAS ENHANCED FUND, L.P.**

By: /s/ Scott Schroeder  
Scott Schroeder  
Authorized Signatory

**LYXOR/BALYASNY ATLAS ENHANCED FUND**

**LIMITED**

By: /s/ Scott Schroeder  
Scott Schroeder  
Authorized Representative

**BAM ZIE FUND, LLC**

By: /s/ Scott Schroeder

Scott Schroeder  
Authorized Signatory

**ATLAS FUNDAMENTAL TRADING MASTER FUND LTD.**

By: /s/ Scott Schroeder  
Scott Schroeder  
Authorized Signatory

**ATLAS FUNDAMENTAL TRADING FUND, LTD.**

By: /s/ Scott Schroeder  
Scott Schroeder  
Authorized Signatory

**BALYASNY ASSET MANAGEMENT L.P.**

By: /s/ Scott Schroeder  
Scott Schroeder  
Authorized Signatory

**DMITRY BALYASNY**

By: /s/ Scott Schroeder  
Scott Schroeder  
Authorized Representative

Page 41 of 41 Pages