

EAVES JOHN W
Form 5
February 14, 2006

FORM 5

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

Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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

OMB APPROVAL

OMB
Number: 3235-0362
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1. Name and Address of Reporting Person *
EAVES JOHN W

(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. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Executive VP & COO

6. Individual or Joint/Group Reporting

(check applicable line)

☒ 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) (A) or Amount (D) Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
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Reminder: Report on a separate line for each class of
securities beneficially owned directly or indirectly.

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SEC 2270
(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	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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	Derivative Security					or Disposed of (D) (Instr. 3, 4, and 5)				Expiration Date	Title	Amount or Number of Shares
		(A)	(D)	Date Exercisable								
Phantom Stock	Â	01/14/2005	Â	A	1,460	Â	Â (2)	Â (2)	Common Stock	1,460		
Phantom Stock	Â	01/31/2005	Â	A	3,660	Â	Â (2)	Â (2)	Common Stock	3,660		
Phantom Stock	Â	03/03/2005	Â	A	10,980	Â	Â (2)	Â (2)	Common Stock	10,980		
Phantom Stock	Â	03/15/2005	Â	A	31	Â	Â (2)	Â (2)	Common Stock	31		
Phantom Stock	Â	06/15/2005	Â	A	23	Â	Â (2)	Â (2)	Common Stock	23		
Phantom Stock	Â	09/14/2005	Â	A	19	Â	Â (2)	Â (2)	Common Stock	19		
Phantom Stock	Â	12/14/2005	Â	A	16	Â	Â (2)	Â (2)	Common Stock	16		
Phantom Stock	Â	01/13/2006	Â	A	1,460	Â	Â (2)	Â (2)	Common Stock	1,460		
Phantom Stock	Â	01/30/2006	Â	A	3,660	Â	Â (2)	Â (2)	Common Stock	3,660		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EAVES JOHN W ONE CITYPLACE DRIVE ST. LOUIS,Â MOÂ 63141	Â	Â	Â Executive VP & COO	Â

Signatures

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

02/14/2006

__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) 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 executive officer through the Arch Coal, Inc. Deferred Compensation Plan (the "Plan") and represent past

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compensation, the vested portion of restricted stock awards and/or payouts under other incentive compensation arrangements that the executive officer elected to defer under the Plan into a hypothetical investment in shares of Arch Coal, Inc. Common stock and/or dividends attributable to such deferred amounts.

- (2) Shares of phantom stock are payable in cash on the date or dates elected by the executive officer, subject to the terms of the Plan. The executive officer may transfer any or all of the phantom stock account into an alternative investment account at any time.

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