## BURKE FRANK M JR Form 5 February 14, 2002

# U.S. SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 5

#### ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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Section 17(a) of t	ction 16(a) of the Securities the Public Utility Holding Co O(f) of the Investment Compar	ompany Act of 1935 or
[_] Check box if no long may continue. See Ir	ger subject to Section 16. Enstruction 1(b).	orm 4 or Form 5 obligation
[_] Form 3 Holdings Repo	orted	
[_] Form 4 Transactions	Reported	
1. Name and Address of	Reporting Person*	
Burke	Frank	М.
(Last)	(First)	(Middle)
CityPlace One, Suite 300		
	(Street)	
St. Louis	MO	63141
(City)	(State)	(Zip)
2. Issuer Name and Tick	ker or Trading Symbol	
Arch Coal, Inc. (ACI)		
3. IRS Identification N	Number of Reporting Person, i	f an Entity (Voluntary)
4. Statement for Month,	/Year	
December 31, 2001		
5. If Amendment, Date of	of Original (Month/Year)	

[\_] 10% Owner

6. Relationship of Reporting Person to Issuer

(Check all applicable)

[X] Director

[_] Officer (give title b	elow) [_]	Other (speci	fy below)			
Individual or Joint/Group (Check applicable line)	Filing					
<pre>[X] Form filed by one Rep [_] Form filed by more th</pre>		rson				
				<del></del>		
Table I Non-Deriv	ative Securities Acc	======== quired, Dispos	ed of,	==		
				==		
			4. Securities Ac Disposed of (	D)		
itle of Security Instr. 3)		3. Transaction Code (Instr. 8)		(A) or (D)	Price	

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

> (Over) (Print or Type Responses)

FORM 5 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

\_\_\_\_\_\_

	Conversion or Exercise 3.		5. Number of Derivative Securities Acquired (A) or Disposed					
1. Title of Derivative Security			Trans- action Code	of (D) (Instr. 3, 4 and 5)	(Month/I	Day/Year)  Expira-		Amount or Number of
(Instr. 3)	ity	Year)	8)	(A) (D)		Date	Title	Shares
Phantom Stock	1-for-1	(1)	А	3,449	(2)	(2) Con	nmon Stock	3 <b>,</b> 449
·								
==========	========							

(1) Acquired on various dates in 2001 pursuant to Arch Coal, Inc.'s Director Compensation Plan.

(2) Payable in cash upon termination of the Reporting Person's service on Arch Coal Inc.'s Board

Explanation of Responses:

/s/ Janet L. Horgan

February 14, 2002

\_\_\_\_\_

Date

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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