FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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|  |         |               | or Sec                                     | tion 30(n) of the inv                         | estment Com                       | party Act of 1940   |   |  |   |  |  |  |
|--|---------|---------------|--|---|-----------------------------------|---|---|--|---|--|--|--|
| 1. Name and Address of Reporting Person*  JONES ROBERT G |         |               |  | er Name <b>and</b> Ticker<br><u>H COAL IN</u> |                                   | ymbol   | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner   |  |   |  |  |  |
| (Last) ONE CITYPL  | (First) | (Middle)      | 3. Date 02/23/                             | of Earliest Transac<br>2006                   | ction (Month/D                    | ay/Year)  | X   | Officer (give title below)  VP-Law, Gen.   | Other (specify below)  Counsel & Secy           |  |  |  |
| (Street)<br>ST. LOUIS MO 63141                           |         |               | 4. If Am                                   | endment, Date of (                            | 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)         |  |   |                                   |   |   | Person                                     | re than one rep                                 | Torting                                |  |  |
|  |         | Table I - Nor | n-Derivative Se                            | ecurities Acqu                                | ıired, Disp                       | osed of, or Benefi  | cially  | Owned                                      |   |  |  |  |
| Date   |         |               | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any       | 3.<br>Transaction<br>Code (Instr. | 4. Securities Acquired (A<br>Disposed Of (D) (Instr. 3,<br>5) |   | 5. Amount of<br>Securities<br>Beneficially | 6. Ownership<br>Form: Direct<br>(D) or Indirect | 7. Nature<br>of Indirect<br>Beneficial |  |  |

|              |            | (Month/Day/Year) | 8)   |   |        |               |       | Owned Following<br>Reported        | (I) (Instr. 4) | Ownership<br>(Instr. 4) |  |
|--------------|------------|------------------|------|---|--------|---------------|-------|------------------------------------|----------------|-------------------------|--|
|              |            |                  | Code | v | Amount | (A) or<br>(D) | Price | Transaction(s)<br>(Instr. 3 and 4) |                | (111501.4)              |  |
| Common Stock | 02/24/2006 |                  | A    |   | 700    | A             | (1)   | 3,876                              | D              |                         |  |
| Common Stock |            |                  |      |   |        |               |       | 2,181                              | I              | By<br>401(k)<br>Plan    |  |

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

|   |   |  |   | _      |  | -     |                           |                                   |                    | _  |  | *   |  |  |  |
|---|---|--|---|--------|--|-------|---------------------------|-----------------------------------|--------------------|--|--|---|--|--|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Code ( | Transaction of Code (Instr. Derivative |       | tive<br>ties<br>ed<br>sed | 6. Date Exerc<br>Expiration Day/N | ate                | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |  |   | Code   | v                                      | (A)   | (D)                       | Date<br>Exercisable               | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Restricted<br>Stock<br>Units                        | (2)   | 02/23/2006                                 |   | A      |  | 1,300 |                           | (3)                               | (4)                | Common<br>Stock  | 1,300                                  | (2)   | 1,300  | D  |  |
| Restricted<br>Stock<br>Units                        | (2)   | 02/24/2006                                 |   | M      |  | 700   |                           | (1)                               | (4)                | Common<br>Stock  | 700                                    | (1)   | 1,866  | D  |  |

## **Explanation of Responses:**

- 1. The reporting person received 2,800 restricted stock units on February 24, 2005. The restricted stock units vest ratably over a three-year period. Upon vesting of 934 restricted stock units on February 24, 2006, the reporting person received 700 shares of common stock and deferred receipt of 234 shares of common stock pursuant to Arch Coal, Inc. Executive Deferred Compensation Plan.
- 2. Each restricted stock unit represents a right to receive one share of common stock unless otherwise deferred, at the reporting person's election, pursuant to the Arch Coal, Inc. Executive Deferred Compensation Plan
- 3. The restricted stock units vest ratably over a three-year period.
- 4. The restricted stock units do not expire.

## Remarks:

/s/ Gregory A. Billhartz, 02/24/2006 Attorney-in-Fact

\*\* Signature of Reporting Person Date

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

- \* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.