

ARCH COAL INC
Form 8-K
December 17, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of report (Date of earliest event reported): **December 17, 2013**

Arch Coal, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

1-13105
(Commission File Number)

43-0921172
(I.R.S. Employer
Identification No.)

CityPlace One
One CityPlace Drive, Suite 300
St. Louis, Missouri 63141

(Address, including zip code, of principal executive offices)

Edgar Filing: ARCH COAL INC - Form 8-K

Registrant's telephone number, including area code: **(314) 994-2700**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

holders of 2016 Notes. The Company's obligations to accept any 2016 Notes tendered and to pay the applicable consideration for them are set forth solely in the Statement and the related Consent and Letter of Transmittal. This Current Report on Form 8-K is not an offer to purchase, a solicitation of an offer to sell or a solicitation of consents with respect to any securities. The Tender Offer is made only by, and pursuant to the terms of, the Statement and the related Consent and Letter of Transmittal, and the information in this Current Report on Form 8-K is qualified by reference thereto. The Company is not making any recommendation in connection with the Tender Offer.

On December 17, 2013, the Company also called for redemption all 2016 Notes that remain outstanding following completion of the Tender Offer. The redemption date for the 2016 Notes is December 31, 2013. Pursuant to the terms of the indenture governing the 2016 Notes, holders of 2016 Notes will receive a redemption price of 104.375% of the principal amount of the redeemed 2016 Notes, plus accrued and unpaid interest up to, but not including, the redemption date. The information contained in this Current Report on Form 8-K shall not constitute a notice of redemption of the 2016 Notes. The redemption is being made only by, and pursuant to the terms of, a formal notice of redemption, dated December 17, 2013, which has been delivered to the holders of 2016 Notes.

On December 17, 2013, the Company issued a press release titled "Arch Coal, Inc. Announces Completion of Financing Transactions." A copy of this press release is attached hereto as Exhibit 99.1.

The information contained in Item 7.01 shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or otherwise subject to the liabilities of that section, nor shall they be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

The following exhibits are attached hereto and furnished herewith.

Exhibit No.	Description
4.1	Indenture, dated as of December 17, 2013, among Arch Coal, Inc., the subsidiary guarantors named therein, UMB Bank National Association, as trustee, and UMB Bank National Association, as collateral agent.
4.2	Form of 8.000% Senior Secured Second Lien Notes due 2019 (included in Exhibit 4.1).
10.1	Amendment No. 4 to Credit Agreement, dated as of December 17, 2013, among Arch Coal, Inc., as Borrower, certain subsidiaries of Arch Coal, Inc., as Guarantors, the Lenders party thereto, Bank of America, N.A., as Term

Edgar Filing: ARCH COAL INC - Form 8-K

Loan Administrative Agent, and PNC Bank, National Association, as Revolver Administrative Agent.

99.1 Press Release dated December 17, 2013.

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: December 17, 2013

Arch Coal, Inc.

By:

/s/ Robert G. Jones
Robert G. Jones
Senior Vice President Law, General Counsel and
Secretary

Exhibit Index

Exhibit No.	Description
4.1	Indenture, dated as of December 17, 2013, among Arch Coal, Inc., the subsidiary guarantors named therein, UMB Bank National Association, as trustee, and UMB Bank National Association, as collateral agent.
4.2	Form of 8.000% Senior Secured Second Lien Notes due 2019 (included in Exhibit 4.1).
10.1	Amendment No. 4 to Credit Agreement, dated as of December 17, 2013, among Arch Coal, Inc., as Borrower, certain subsidiaries of Arch Coal, Inc., as Guarantors, the Lenders party thereto, Bank of America, N.A., as Term Loan Administrative Agent, and PNC Bank, National Association, as Revolver Administrative Agent.
99.1	Press Release dated December 17, 2013.