

CLOUD PEAK ENERGY INC.

Form 4

November 20, 2009

FORM 4**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).

**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: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
RIO TINTO PLC

2. Issuer Name **and** Ticker or Trading
Symbol
CLOUD PEAK ENERGY INC.
[CLD]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

2 EASTBOURNE TERRACE,

(Street)

LONDON, X0 W2 6LG

(City)

(State)

(Zip)

3. Date of Earliest Transaction
(Month/Day/Year)

11/19/2009

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

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

6. Individual or Joint/Group Filing(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)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)			
			Code	V	Amount		Price

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

**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 control
number.**

SEC 1474
(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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Security (Instr. 3 and 4)
---------------------------------------	------------------------------	---	---	------------------------	---	--	--

Edgar Filing: CLOUD PEAK ENERGY INC. - Form 4

(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	(A) or Disposed of (D) (Instr. 3, 4, and 5)							
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title		Amo Num Shar
Common Membership Units	\$ 0 ⁽¹⁾	11/19/2009	D		30,600,000		⁽¹⁾	⁽¹⁾	Common Stock of Cloud Peak Energy Inc., par value \$.01/share		30,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RIO TINTO PLC 2 EASTBOURNE TERRACE LONDON, X0 W2 6LG	X	X		
RIO TINTO EUROPEAN HOLDINGS LTD 2 EASTBOURNE TERRACE LONDON, X0 W2 6LG	X	X		
RIO TINTO WESTERN HOLDINGS LTD 2 EASTBOURNE TERRACE LONDON, X0 W2 6LG	X	X		
RIO TINTO AMERICA HOLDINGS INC 100 QUENTIN ROOSEVELT BOULEVARD GARDEN CITY, NY 11530	X	X		
RTAH LLC P.O. BOX 3009 505 SOUTH GILLETTE AVENUE GILLETTE, WY 82717-3009	X	X		
RIO TINTO AMERICA INC 3595 S 8309 W MAGNA, UT 84044	X	X		
RIO TINTO ENERGY AMERICA INC 505 SOUTH GILLETTE AVENUE GILLETTE, WY 82717-3009	X	X		
KENNECOTT MANAGEMENT SERVICES CO P.O. BOX 3009 505 SOUTH GILLETTE AVENUE GILLETTE, WY 82717-3009	X	X		

Signatures

/s/ Jim Berson, Attorney-in-Fact, RIO TINTO PLC	11/17/2009
**Signature of Reporting Person	Date
/s/ Jim Berson, Attorney-in-Fact, RIO TINTO EUROPEAN HOLDINGS LIMITED	11/17/2009
**Signature of Reporting Person	Date
/s/ Jim Berson, Attorney-in-Fact, RIO TINTO WESTERN HOLDINGS LIMITED	11/17/2009
**Signature of Reporting Person	Date
/s/ Jim Berson, Attorney-in-Fact, RIO TINTO AMERICA HOLDINGS INC.	11/17/2009
**Signature of Reporting Person	Date
/s/ Jim Berson, Attorney-in-Fact, RTAH LLC	11/17/2009
**Signature of Reporting Person	Date
/s/ Jim Berson, Attorney-in-Fact, RIO TINTO AMERICA INC.	11/17/2009
**Signature of Reporting Person	Date
/s/ Jim Berson, Attorney-in-Fact, RIO TINTO ENERGY AMERICA INC.	11/17/2009
**Signature of Reporting Person	Date
/s/ Jim Berson, Attorney-in-Fact, KENNECOTT MANAGEMENT SERVICES COMPANY	11/17/2009
**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) For text of Footnote 1, see Exhibit 99.1.
- (2) For text of Footnote 2, see Exhibit 99.1.
- (3) For text of Footnote 3, see Exhibit 99.1.

Remarks:

Preston Chiaro serves on the board of directors of the Issuer and is the Group Executive, Technology & Innovation, of Rio Tinto. As a result, the Reporting Owners may be deemed directors of the Issuer by deputation.

Exhibit List

Exhibit 99.1 - Text of Footnote 1, Footnote 2 and Footnote 3.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.