

Exhibit D

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF MISSOURI**

FEDERAL TRADE COMMISSION,

Plaintiff,

v.

PEABODY ENERGY CORPORATION,

and

ARCH COAL, INC.,

Defendants.

Civil Action No. 4:20-cv-00317

DECLARATION OF ROBERT JONES

1. My name is Robert Jones. I am over 21 years of age, and I am competent to make this declaration. The statements herein are true and are within my personal knowledge unless stated otherwise.

2. I make this declaration to demonstrate why I should be permitted to receive and review all Confidential Material described in the Protective Order. It is essential that I be provided access to this information in order to use my knowledge of the company to assist outside counsel in formulating a defense in this action and to provide fully informed legal advice to the company.

3. I am currently Senior Vice President – Law, General Counsel and Secretary of Arch Coal, Inc. (“Arch”). I am an attorney licensed to practice law in the state of Missouri and the District of Columbia. My role at Arch is to supervise all pending and threatened litigation and other legal matters as in-house counsel. I am not involved in any competitive decision-making at Arch.

4. I do not participate in any decisions about formulating or implementing strategies to compete with our competitors or any decisions about formulating or implementing pricing strategies. I am not involved in pricing decisions, marketing, product design, or other competition-related issues that are the subject of Confidential Material in this case.

5. This case arises out of the proposed joint venture between Peabody Energy Corporation (“Peabody”) and Arch. After the parties signed the joint venture agreement, they submitted notification of the transaction to the Federal Trade Commission (the “Commission” or “FTC”). Thereafter, the Commission issued a request for additional documents and information. I am an in-house attorney who was involved in the collection of information in response to the Commission’s request and who advised the company during the agency’s investigation. I was actively involved in the preparation of Arch’s employees for investigational hearings by the FTC in the course of its investigation and attended certain of the investigational hearings of Arch employees in my capacity as in-house counsel at Arch. Therefore, I am one of only a few individuals with the company who has comprehensive knowledge of the transaction and the proceedings which have transpired to date with the Commission.

6. In order to respond to the Commission’s allegations in this case, Arch must collect and analyze information from all levels of the company concerning its operations, its pricing strategies, its product strategies, its responses to competitors, the entities it considers its competitors and why, and the witnesses, data, and documents it has available. Although I do not participate in decisions concerning competition, I am one of the in-house lawyers most familiar with the company, and I know where that information can be found. Further, if I am informed about the factual assertions made by the Commission, I can use my detailed knowledge of the company and my experience in the industry to help our outside counsel develop a response and

collect the information needed for that response. Although our outside counsel knows a great deal about Arch, they do not have the in-depth knowledge that I do of the company and the industry, and my knowledge and assistance will be essential to help outside counsel defend this case. Unless I am able to review all Confidential Material in this matter, Arch will be severely limited in its ability to defend itself fully in this action.

7. In addition, it is essential that I be allowed to have access to all Confidential Material in order to be an active member of the trial team and in order to provide informed legal advice to Arch. The Commission's decision to challenge the proposed transaction and to file this lawsuit is a matter of extreme importance to the company. I cannot provide informed legal advice to the company unless I have access to all information—including confidential information—at issue in this matter. Because I understand the company, the industry, and the questions and concerns of our management, I am more able than outside counsel to advise the company about the arguments being raised, the strength of the arguments, and the strength of the evidence in terms that the business executives can understand. Of course, in providing that advice, I would not disclose the confidential information itself.

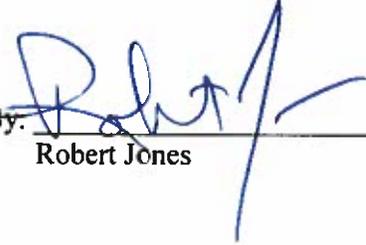
8. With the understanding that I would not use its confidential information for any improper purpose, Peabody has consented to my having access to such information pursuant to the terms of the Protective Order.

9. I acknowledge and agree that I am subject to the jurisdiction of this Court and to its contempt powers. I agree to remain subject to the Court's jurisdiction at all times, including after this litigation is concluded.

10. I further represent that I will not make use of any Confidential Material, directly or indirectly, for any purpose other than the defense of this action.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on March 3, 2020

By: 
Robert Jones