UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 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)
February 23, 2009 (February 18, 2009)

St. Mary Land & Exploration Company
(Exact name of registrant as specified in its charter)

Delaware	001-31539	41-0518430
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

1776 Lincoln Street, Suite 700, Denver, Colorado	80203
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (303) 861-8140

Not applicable
(Former name or former address, if changed since last report.)

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 (see General Instruction A.2.):

[_] 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))

Item 2.02 Results of Operations and Financial Condition.

In accordance with General Instruction B.2. of Form 8-K, the following information, including Exhibits 99.1 and 99.2, shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act") or otherwise subject to the liabilities of that section, nor shall such information and such Exhibits be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

On February 23, 2009, St. Mary Land & Exploration Company (the "Company") issued a press release announcing its results of operations for the full year and fourth quarter of 2008 and its proved reserves as of December 31, 2008. A copy of the press release is furnished as Exhibit 99.1 to this report. As indicated in the press release, the Company has scheduled a related full year and fourth quarter 2008 earnings teleconference call for February 24, 2009, at 8:00 a.m. (Mountain Time). The teleconference call is publicly accessible, and the press release includes instructions as to when and how to access the teleconference and the location on the Company's web site where the teleconference information will be available.

The press release contains information about the Company's discretionary cash flow, which is a "non-GAAP financial measure" under SEC rules. The press release also presents information about the Company's net cash provided by operating activities, which is the most directly comparable GAAP financial measure, and contains a reconciliation of discretionary cash flow to net cash provided by operating activities for the periods presented, a presentation of other cash flow information under GAAP, and a statement indicating why management believes that the presentation of discretionary cash flow provides useful information to investors.

The press release contains information about the Company's adjusted net income, which is a "non-GAAP financial measure" under SEC rules. The press release also presents information about the Company's net income, which is the most directly comparable GAAP financial measure, and contains a reconciliation of net income to adjusted net income for the periods presented and a statement indicating why management believes that the presentation of adjusted net income provides useful information to investors.

Additionally, on February 23, 2009, the Company issued a separate press release providing initial performance guidance for 2009, an update of its current 2009 capital investment estimate, and a general operations update. A copy of the press release is furnished as Exhibit 99.2 to this report.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On February 18, 2009, Mark A. Hellerstein, Chairman of the Board of Directors, informed the Company of his decision to retire from the Board at the Company's annual meeting of stockholders to be held in May 2009, after 17 years of service, and thus will not stand for re-election as a Director at that time. The Board anticipates appointing William D. Sullivan, a member of the Board since 2004, to succeed Mr. Hellerstein as Chairman of the Board at that time. A copy of the press release issued by the Company on February 23, 2009, to announce Mr. Hellerstein's retirement from the Board is filed as Exhibit 99.3 to this report.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits. The following exhibits are filed or furnished as part of this report:

Exhibit	Description
99.1**	Press release of St. Mary Land & Exploration Company dated February 23, 2009 – "St. Mary Reports Results for Fourth Quarter of 2008 and Proved Reserves as of Year-end 2008"
99.2**	Press release of St. Mary Land & Exploration Company dated February 23, 2009 – "St. Mary Provides Initial Guidance for 2009 and Operations Update"
99.3*	Press release of St. Mary Land & Exploration Company dated February 23, 2009 – "St. Mary Announces Retirement from Board of Directors"

* Filed with this Current Report on Form 8-K.
** Furnished with this Current Report on Form 8-K.

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.

ST. MARY LAND & EXPLORATION COMPANY

Date:	February 23, 2009	By:	/s/ MARK T. SOLOMON Mark T. Solomon Contoller

EXHIBIT 99.1

For Information
Brent A. Collins
303-861-8140

FOR IMMEDIATE RELEASE

ST. MARY REPORTS RESULTS FOR FOURTH QUARTER OF 2008 AND PROVED RESERVES AS OF YEAR-END 2008

- ***Record quarterly production of 30.0 BCFE exceeds guidance of 28.0 – 29.0 BCFE***
- ***Reported GAAP net loss of ($126.0 million), or ($2.01) per diluted share; pre-tax non-cash impairments of $336.3 million had significant impact on earnings***
- ***Adjusted net income of $27.1 million, or $0.43 per diluted share***
- ***Proved reserves at year-end 2008 of 865.5 BCFE; lower year-end commodity price resulted in significant negative price revisions***
- ***Drilling and acquisition activity, excluding revisions, replaced 174% of production in 2008***

DENVER, February 23, 2009 – St. Mary Land & Exploration Company (NYSE: SM) today reports financial results from the fourth quarter of 2008 and provides a brief update of its financial condition. The Company also is reporting its proved and 3P reserves as of December 31, 2008.

FOURTH QUARTER 2008 RESULTS

St. Mary posted a net loss for the fourth quarter of 2008 of ($126.0) million, a loss of ($2.01) per diluted share. This compares to net income of $32.9 million or $0.51 per diluted share, for the same period in 2007. Adjusted net income for the quarter, which adjusts for significant non-recurring and unusual non-cash items, was $27.1 million or $0.43 per diluted share, versus $64.9 million or $1.00 per diluted share, for the fourth quarter of 2007. A summary of the adjustments made to arrive at adjusted net income is presented in the table below.

	For the Three Months Ended December 31,			
	2008		2007	
Weighted-average diluted share count (*in millions*)		62.6		64.6
	$ in millions	***Per Diluted Share***	***$ in millions***	***Per Diluted Share***
Reported Net Income (Loss)	$ (126.0)	$ (2.01)	$ 32.9	$ 0.51
After-tax adjustments, assuming effective tax rate for respective period				
Change in Net Profits Plan liability	$ (52.8)	$ (0.84)	$ 28.5	$ 0.44
Unrealized derivative (gain) loss	(7.8)	(0.13)	2.1	0.03
(Gain) loss on sale of proved properties	(6.2)	(0.10)	0.2	0.00
Loss on insurance settlement	0.5	0.01	0.7	0.01
Adjusted net income, before non-cash impairments	$ (192.5)	$ (3.07)	$ 64.4	$ 1.00
After-tax adjustments for non-cash impairments, assuming effective tax rate for respective period				
Impairment of proved properties	$ 190.7	$ 3.05	$ 0.0	$ 0.00
Abandonment & impairment of unproved properties	22.7	0.36	0.6	0.01
Impairment of goodwill	6.2	0.10	0.0	0.00
Adjusted net income	$ 27.1	$ 0.43	$ 64.9	$ 1.00
NOTE: Totals may not add due to rounding				

Discretionary cash flow decreased to $163.3 million for the fourth quarter of 2008 from$177.8 million in the same period last year. Net cash provided by operating activities decreased to $110.1 million for the fourth quarter of 2008 from $156.8 million in the same period in 2007.

Adjusted net income and discretionary cash flow are non-GAAP financial measures – please refer to the respective reconciliation in the accompanying Financial Highlights section at the end of this release.

St. Mary reported record quarterly production of 30.0 BCFE which came in above the guidance range of 28.0 to 29.0 BCFE. Strong performance in the Mid-Continent region was the primary driver in exceeding production guidance for the quarter. Year over year, the Company grew reported production 5% from 28.5 BCFE in the fourth quarter of 2007. Adjusting for sales of non-strategic assets that took place in 2008, year over year production growth was 11%. The Company's oil and gas production growth on retained properties year over year is being driven primarily by development of the Cotton Valley program in the ArkLaTex region, successful drilling in the Wolfberry tight oil program in West Texas, and the horizontal Woodford shale program in the Arkoma Basin.

Revenues for the quarter were $258.2 million compared to $275.2 million for the same period in 2007. Average realized prices, excluding hedging activities, were $5.30 per Mcf and $50.17 per barrel during the quarter. These prices were 25% and 41% lower, respectively, than the fourth quarter of 2007. Compared to recent history, the Company experienced wider price differentials during the fourth quarter of 2008. Average realized prices, inclusive of hedging activities, were $7.09 per Mcf and $55.63 per barrel in the fourth quarter of 2008, which is a decrease of 9% and 21%, respectively, from the same period a year ago. In the fourth quarter of 2008, the Company's average equivalent price per MCFE, net of hedging, was $7.84 per MCFE, which is a decrease of 15% from the $9.18 per MCFE realized in the comparable period in 2007.

Lease operating expense increased 20%, or $0.27 per MCFE, between the fourth quarters of 2007 and 2008 to $1.59 per MCFE. This amount is slightly below the Company's lease operating expense guidance range of $1.60 to $1.65 per MCFE. Recurring lease operating costs were up approximately 11% or $0.13 per MCFE year over year. This increase reflects the impact of stronger commodity prices and high levels of activity in the first half of 2008 on the operating cost structure of exploration and production companies. Sequentially, recurring lease operating expense declined 2% or $0.03 per MCFE in the fourth quarter of 2008 from the preceding quarter. St. Mary expects that there will be continuing downward pressure on recurring lease operating expense in 2009 as a result of lower commodity prices and decreased levels of industry activity. Workover expense for the quarter increased by approximately $2.6 million year over year, primarily as a result of optimization efforts in the Rocky Mountain region.

Transportation expense of $0.20 per MCFE in the fourth quarter of 2008 was below guidance of $0.21 to $0.26 per MCFE. The reported per unit expense was an increase from $0.13 per MCFE for the comparative period in 2007. The increase is being driven primarily by the change in asset composition, and the associated transportation arrangements, in the Gulf Coast and ArkLaTex regions where the Company's development activities are taking place in areas with different transportation arrangements than what St. Mary has historically used.

Significant commodity price decreases for both oil and natural gas resulted in a 42% decrease in production taxes between the fourth quarters of 2008 and 2007. Production taxes for the fourth quarter were $0.39 per MCFE, which was below guidance of $0.46 to $0.51 per MCFE as a result of lower than forecasted commodity prices throughout the quarter.

General and administrative expense for the fourth quarter of 2008 was $0.41 per MCFE, representing a 23% decrease from the $0.53 per MCFE recognized in the comparable quarter a year ago. The decrease year over year relates to smaller payments to participants in the Net Profits Plan, which was affected by lower commodity prices realized in the fourth quarter of 2008. Offsetting a portion of these decreases were increases between the periods in costs associated with headcount, such as salary, benefits, and office space. Reported G&A for the fourth quarter of 2008 was below guidance of $0.78 to $0.83 per MCFE.

Depletion and depreciation expense increased to $3.18 per MCFE in the fourth quarter of 2008 from $2.27 per MCFE in the comparable period in 2007. Sequentially, DD&A increased 22% from $2.61 per MCFE in the third quarter of 2008. Guidance for DD&A in the fourth quarter was $2.75 to $2.95 per MCFE. The increase in DD&A in the fourth quarter of 2008 is the result of a decrease in the Company's proved reserves. Commodity prices used to determine the proved reserves at year-end 2008 were significantly lower than those used in the prior year. Additionally, the price differentials on oil in the Rocky Mountain region were wider than what the Company has experienced historically, which further lowered the oil price used to determine proved reserves at year-end. As a result, St. Mary's proved reserves decreased by approximately 20% year over year due primarily to downward pricing revisions. This decrease in reserves results in a smaller base to amortize the capitalized costs related to our producing properties and therefore results in a higher DD&A rate for the period.

St. Mary recognized $336.3 million before income taxes in non-cash impairments in the fourth quarter of 2008, compared to $870,000 in the same period in 2007. The largest part of this amount was the impairment of producing properties of $292.1 million. The largest individual component was an impairment of $154.0 million related to properties in South Texas targeting the Olmos shallow gas formation. Additionally, St. Mary recognized producing property impairments on properties in the Hanging Woman Basin coalbed methane project, in the Greater Green River Basin, and in the Gulf of Mexico. Significantly lower prices for oil and gas in effect at year-end played a large part in triggering these impairments on producing properties. St. Mary also recognized an impairment of non-producing leasehold costs of $34.8 million in the fourth quarter of 2008. The bulk of this impairment relates to value initially assigned to probable and possible drilling locations in South Texas related to the Olmos shallow gas assets purchased in 2007, as well as acreage value related to the Floyd shale. Lastly, the Company recognized an impairment of goodwill for $9.5 million associated with an acquisition made in 2005.

In fourth quarter of 2008, St. Mary recognized a pre-tax non-cash benefit of $80.9 million as a result of the decrease in the Net Profits Plan liability, which decreased during the quarter as a result of the significant decrease in forecasted oil and natural gas prices from September 30, 2008, to December 31, 2008. This liability is a significant management estimate and is highly sensitive to a number of assumptions including future commodity prices, production rates, and operating costs. The last pool created under this legacy compensation plan was in 2007.

FINANCIAL POSITION AND LIQUIDITY

As of December 31, 2008, St. Mary had total long-term debt of $587.5 million, comprised of $287.5 million in 3.50% Senior Convertible Notes and $300.0 million drawn under the existing long-term credit facility. The Company's debt-to-book capitalization ratio was 34% as of the end of the quarter. The long-term credit facility requires compliance with two financial covenants, consisting of a leverage to trailing EBITDA limit and a minimum modified current ratio multiple. St. Mary was in compliance with both covenants at quarter-end.

The borrowing base for the long-term credit facility was redetermined by St. Mary's bank group on October 1, 2008, at an amount of $1.4 billion. The bank group is comprised of ten banks, led by Wells Fargo. The Company has elected a commitment amount of $500 million given its expected near term liquidity needs. The current credit facility is set to expire in April of 2010. St. Mary has been in discussions with banks both within and outside the existing bank group about replacing the existing credit facility and potentially increasing the commitment amount. The Company expects to have a new credit facility in place in the first half of 2009.

PROVED RESERVES

Below is a roll-forward of the Company's proved reserves from year-end 2007 to year-end 2008.

	(BCFE)
Beginning of year	1,086.5
Production	(114.6)
Purchase of minerals in place	29.1
Sales of reserves	(61.4)
Discoveries and extensions	45.1
Infill reserves in an existing proved field	125.0
Performance revisions	(44.5)
Pricing revisions	(199.7)
End of year	865.5

St. Mary's proved reserves as of December 31, 2008, were 865.5 BCFE, which is a decrease of 20% from 1086.5 BCFE at the end of 2007. The reserves are comprised of 51.4 MMBbl of oil and 557.4 Bcf of natural gas, and are 83% proved developed. Over 80% of St. Mary's proved reserves by value were either prepared or reviewed by outside reserve engineering firms. Prices used to determine the proved reserves decreased significantly from 2007 to 2008; SEC-mandated pricing in effect at December 31, 2008, was $5.71 per MMBtu and $44.60 per barrel, which are down 16% and 54%, respectively, from the $6.80 per MMBtu and $95.98 per barrel used on December 31, 2007. In addition to the drop in base commodity prices used for the calculation of 2008's reserves, the Company was impacted by larger differentials for oil and natural gas liquids on this measurement date. In the Williston Basin in the Rocky Mountain region, where St. Mary has a significant legacy oil-dominated asset base, average oil differentials increased roughly from $7.00 per barrel to $15.00 per barrel as of year-end. In South Texas, the natural gas liquid fractionation spread shrank from $10.34 per MMBtu at year-end 2007 to $0.29 per MMBtu at year-end 2008.

Proved reserves were adversely impacted by negative pricing and performance revisions at year-end 2008. St. Mary's negative price revision for the year was 199.7 BCFE, of which 74% related to proved developed reserves. Two-thirds of the 199.7 BCFE in negative price revisions related to the Company's oil-weighted properties in the Rocky Mountain region, which bore the brunt of the reserve impact caused by a lower year-end oil price and a wider price differential. Lower year-end prices for natural gas liquids also led to a meaningful negative price revision on proved reserves in South Texas.

The SEC recently published new rules for reporting year-end reserves that will go into effect for the calendar year 2009. Pursuant to the new rules, prices to be used to calculate year-end reserves will be based on the average of the prices that were in effect on the first trading day of each calendar month of the year rather than on the price that was in effect on the last trading day of the year. The table below details the amount of reserves the Company would recapture at various pricing assumptions.

(in BCFE)	Year-end 2008 at year-end 2007 SEC pricing and differentials	Year-end 2008 under new SEC pricing & differentials methodology
Assumed pricing	$95.98/bbl & $6.80 MMBtu	$102.06/bbl & $8.91 MMBtu
Year-end 2008 SEC Proved Reserves	865.5	865.5
Recaptured PDP reserves	147.0	157.0
Recaptured PDN/PUD reserves	38.0	42.0
Drilling adds	35.0	35.0
Year-end 2008 at assumed pricing	1,085.5	1,099.5

The largest component of the negative performance revision relates to Olmos shallow gas properties in South Texas that were acquired in 2007. Results from the Olmos development did not meet the Company's expectations, and midway through 2008 development was stopped to conduct a technical review. While parts of the technical review are still underway, the initial results have cast doubt on the viability of Olmos development on the scale originally contemplated at the time these acquisitions were made. Compared to the Company's original assumptions, the reservoir is more compartmentalized than initially expected and lower reserve outcomes have been realized while attempting to infill parts of the field. While results from the Olmos program have been disappointing, St. Mary's activities targeting the deeper formations in the basin have been promising. The Company participated during the year in a joint venture with two other exploration and production companies that allows St. Mary to earn acreage in an area of the basin that is prospective for the Eagle Ford and Pearsall shale formations, both of which appear to have potential given recent industry activity.

3P RESERVES

St. Mary's proved, probable, and possible (3P) reserves as of year-end 2008 were negatively impacted by the same pricing conditions referred to above for proved reserves. The following table provides the components of the Company's 3P reserves as of year-end 2007 and 2008.

	December 31,	
	2008	2007
(in BCFE)		
Proved	865.5	1,086.5
Probable	587.8	835.9
Possible	699.6	870.0
Total 3P	2,152.9	2,792.5

Not included in the 3P reserves for 2008 above is any potential related to the Company's exposure to three emerging resource plays – the Haynesville shale, the Eagle Ford shale, and the Marcellus shale. St. Mary has approximately 50,000, 210,000, and 43,000 net acres, respectively, in these shale plays assuming all the acreage is earned.

Proved reserves were evaluated using the parameters and pricing required by the SEC. Probable and possible reserves were evaluated using the parameters set forth by the Society of Petroleum Engineers.

EARNINGS CALL INFORMATION

The Company has scheduled a teleconference to discuss fourth quarter and full year 2008 results on February 24, 2009 at 8:00 a.m. Mountain time (10:00 a.m. Eastern time). The call participation number is 888-811-1227. An audio replay of the call will be available approximately two hours after the call at 800-642-1687, conference number 84161206. International participants can dial 706-679-9922 to take part in the conference call and can access a replay of the call at 706-645-9291, conference number 84161206. Replays can be accessed through March 20, 2009.

In addition, the call will be webcast live and can be accessed at St. Mary's web site at www.stmaryland.com. An audio recording of the conference call will be available at that site through March 20, 2009.

INFORMATION ABOUT FORWARD LOOKING STATEMENTS

This release contains forward looking statements within the meaning of securities laws, including forecasts and projections. The words "will," "believe," "budget," "anticipate," "plan," "intend," "estimate," "forecast," and "expect" and similar expressions are intended to identify forward looking statements. These statements involve known and unknown risks, which may cause St. Mary's actual results to differ materially from results expressed or implied by the forward looking statements. These risks include such factors as the volatility and level of oil and natural gas prices, the uncertain nature of the expected benefits from the acquisition and divestiture of oil and gas properties, uncertainties inherent in projecting future rates of production from drilling activities and acquisitions, the ability of purchasers of production to pay for those sales, the availability of debt and equity financing, the ability of the banks in the Company's credit facility to fund requested borrowings, the ability of hedge counterparties to settle hedges in favor of the Company, the imprecise nature of estimating oil and gas reserves, the availability of additional economically attractive exploration, development, and property acquisition opportunities for future growth and any necessary financings, unexpected drilling conditions and results, unsuccessful exploration and development drilling, drilling and operating service availability, the risks associated with the Company's hedging strategy, and other such matters discussed in the "Risk Factors" section of St. Mary's 2008 Annual Report on Form 10-K, which is expected to be filed on or around February 24, 2009. Although St. Mary may from time to time voluntarily update its prior forward looking statements, it disclaims any commitment to do so except as required by securities laws.

INFORMATION ABOUT RESERVES AND RESOURCES

The SEC permits oil and gas companies to disclose in their filings with the SEC only proved reserves, which are reserve estimates that geological and engineering data demonstrate with reasonable certainty to be recoverable in future years from known reservoirs under existing economic and operating conditions. St. Mary uses in this press release the terms "probable", "possible", and "3P" reserves, which SEC guidelines prohibit from being included in filings with the SEC. Probable reserves are unproved reserves which are more likely than not to be recoverable. Possible reserves are unproved reserves which are less likely to be recoverable than probable reserves. Estimates of unproved reserves which may potentially be recoverable through additional drilling or recovery techniques are by their nature more uncertain than estimates of proved reserves and accordingly are subject to substantially greater risk of not actually being realized by the Company. In addition, presenting the estimated impact of applying the 12-month-average pricing provisions of the oil and gas reserve reporting rules recently promulgated by the SEC or the reserves that would be recaptured at various price scenarios are strictly prohibited from being included in filings with the SEC. Lastly, the Company's production forecasts and expectations for future periods are dependent upon many assumptions, including estimates of production decline rates from existing wells and the undertaking and outcome of future drilling activity, which may be affected by significant commodity price declines or drilling cost increases.

ST. MARY LAND & EXPLORATION COMPANY
FINANCIAL HIGHLIGHTS
December 31, 2008

Production Data	For the Three Months Ended December 31, 2008	For the Three Months Ended December 31, 2007	Percent Change	For the Years Ended December 31, 2008	For the Years Ended December 31, 2007	Percent Change
Average realized sales price, before hedging:						
Oil (per Bbl)	$ 50.17	$ 84.63	-41%	$ 92.99	$ 67.56	38%
Gas (per Mcf)	$ 5.30	$ 7.07	-25%	$ 8.60	$ 6.74	28%
Average realized sales price, net of hedging:						
Oil (per Bbl)	$ 55.63	$ 69.99	-21%	$ 75.59	$ 62.60	21%
Gas (per Mcf)	$ 7.09	$ 7.80	-9%	$ 8.79	$ 7.63	15%
Production:						
Oil (MMBbls)	1.7	1.7	1%	6.6	6.9	-4%
Gas (Bcf)	19.7	18.3	7%	74.9	66.1	13%
BCFE (6:1)	30.0	28.5	5%	114.6	107.5	7%
Daily production:						
Oil (MBbls per day)	18.7	18.5	1%	18.1	18.9	-4%
Gas (MMcf per day)	213.8	199.1	7%	204.7	181.0	13%
MMCFE per day (6:1)	326.0	310.2	5%	313.1	294.5	6%
Margin analysis per MCFE:						
Average realized sales price, before hedging	$ 6.35	$ 9.59	-34%	$ 10.99	$ 8.48	30%
Average realized sales price, net of hedging	$ 7.84	$ 9.18	-15%	$ 10.11	$ 8.71	16%
Lease operating expense	$ 1.59	$ 1.32	20%	1.46	1.31	11%
Transportation	$ 0.20	$ 0.13	54%	0.19	0.14	36%
Production taxes	$ 0.39	$ 0.67	-42%	0.71	0.58	22%
General and administrative	$ 0.41	$ 0.53	-23%	0.69	0.56	23%
Operating margin	$ 5.25	$ 6.53	-20%	$ 7.06	$ 6.12	15%
Depletion, depreciation, amortization, and asset retirement obligation liability accretion	$ 3.18	$ 2.27	40%	$ 2.74	$ 2.12	29%

ST. MARY LAND & EXPLORATION COMPANY
FINANCIAL HIGHLIGHTS
December 31, 2008

Consolidated Statements of Operations

(In thousands, except per share amounts)	For the Three Months Ended December 31, 2008	For the Three Months Ended December 31, 2007	For the Year Ended December 31, 2008	For the Year Ended December 31, 2007
Operating revenues and other income:				
Oil and gas production revenue	$ 190,499	$ 273,736	$ 1,259,400	$ 912,093
Realized oil and gas hedge gain (loss)	44,741	(11,676)	(101,096)	24,484
Marketed gas system revenue	11,935	13,909	77,350	45,149
Gain (loss) on sale of proved properties	9,494	(367)	63,557	(367)
Other revenue	1,500	(355)	2,090	8,735
Total operating revenues and other income	258,169	275,247	1,301,301	990,094
Operating expenses:				
Oil and gas production expense	65,530	60,590	271,355	218,208
Depletion, depreciation, amortization, and asset retirement obligation liability accretion	95,260	64,919	314,330	227,596
Exploration	17,743	16,030	60,121	58,686
Impairment of proved properties	292,100	-	302,230	-
Abandonment and impairment of unproved properties	34,754	870	39,049	4,756
Impairment of goodwill	9,452	-	9,452	-
General and administrative	12,354	15,187	79,503	60,149
Bad debt expense	143	-	16,735	-
Change in Net Profits Plan liability	(80,941)	43,875	(34,040)	50,823
Marketed gas system expense	11,241	13,031	72,159	42,485
Unrealized derivative (gain) loss	(12,011)	3,234	(11,209)	5,458
Other expense	1,260	946	10,415	2,522
Total operating expenses	446,885	218,682	1,130,100	670,683
Income (loss) from operations	(188,716)	56,565	171,201	319,411
Nonoperating income (expense):				
Interest income	90	134	485	746
Interest expense	(4,417)	(6,010)	(20,275)	(19,895)
Income (loss) before income taxes	(193,043)	50,689	151,411	300,262
Income tax (expense) benefit	67,003	(17,815)	(59,858)	(110,550)
Net income (loss)	**$ (126,040)**	**$ 32,874**	**$ 91,553**	**$ 189,712**
Basic weighted-average common shares outstanding	62,212	63,300	62,243	61,852
Diluted weighted-average common shares outstanding	62,630	64,635	63,133	64,850
Basic net income (loss) per common share	**$ (2.03)**	**$ 0.52**	**$ 1.47**	**$ 3.07**
Diluted net income (loss) per common share	**$ (2.01)**	**$ 0.51**	**$ 1.45**	**$ 2.94**

ST. MARY LAND & EXPLORATION COMPANY
FINANCIAL HIGHLIGHTS
December 31, 2008

Consolidated Balance Sheets

(In thousands, except share amounts)	December 31, 2008	December 31, 2007
ASSETS		
Current assets:		
Cash and cash equivalents	$ 6,131	$ 43,510
Short-term investments	1,002	1,173
Accounts receivable, net of allowance for doubtful accounts of $16,788 in 2008 and $152 in 2007	157,690	159,149
Refundable income taxes	13,161	933
Prepaid expenses and other	22,161	14,129
Accrued derivative asset	111,649	17,836
Deferred income taxes	-	33,211
Total current assets	311,794	269,941
Property and equipment (successful efforts method), at cost:		
Land	1,350	-
Proved oil and gas properties	3,007,946	2,721,229
Less - accumulated depletion, depreciation, and amortization	(947,207)	(804,785)
Unproved oil and gas properties, net of impairment allowance of $42,945 in 2008 and $10,319 in 2007	168,817	134,386
Wells in progress	90,910	137,417
Oil and gas properties held for sale less accumulated depletion, depreciation, and amortization	1,827	76,921
Other property and equipment, net of accumulated depreciation of $13,848 in 2008 and $11,549 in 2007	13,458	9,230
	2,337,101	2,274,398
Other noncurrent assets:		
Goodwill	-	9,452
Accrued derivative asset	21,541	5,483
Restricted cash subject to Section 1031 Exchange	14,398	-
Other noncurrent assets	10,182	12,406
Total other noncurrent assets	46,121	27,341
Total Assets	**$ 2,695,016**	**$ 2,571,680**
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable and accrued expenses	$ 254,811	$ 254,918
Accrued derivative liability	501	97,627
Deposit associated with oil and gas properties held for sale	-	10,000
Deferred income taxes	41,289	-
Total current liabilities	296,601	362,545
Noncurrent liabilities:		
Long-term credit facility	300,000	285,000
Senior convertible notes	287,500	287,500
Asset retirement obligation	108,755	96,432
Asset retirement obligation associated with oil and gas properties held for sale	238	8,744
Net Profits Plan liability	177,366	211,406
Deferred income taxes	358,334	257,603
Accrued derivative liability	27,419	190,262
Other noncurrent liabilities	11,318	8,843
Total noncurrent liabilities	1,270,930	1,345,790
Stockholders' equity:		
Common stock, $0.01 par value: authorized - 200,000,000 shares; issued: 62,465,572 shares in 2008 and 64,010,832 shares in 2007; outstanding, net of treasury shares: 62,288,585 shares in 2008 and 63,001,120 shares in 2007	625	640
Additional paid-in capital	99,440	170,070
Treasury stock, at cost: 176,987 shares in 2008 and 1,009,712 shares in 2007	(1,892)	(29,049)
Retained earnings	964,019	878,652
Accumulated other comprehensive loss	65,293	(156,968)
Total stockholders' equity	1,127,485	863,345
Total Liabilities and Stockholders' Equity	**$ 2,695,016**	**$ 2,571,680**

ST. MARY LAND & EXPLORATION COMPANY
FINANCIAL HIGHLIGHTS
December 31, 2008

Consolidated Statements of Cash Flows

(In thousands)	For the Three Months Ended December 31, 2008	2007	For the Years Ended December 31, 2008	2007
Cash flows from operating activities:				
Reconciliation of net income to net cash provided by operating activities:				
Net income (loss)	$ (126,040)	$ 32,874	$ 91,553	$ 189,712
Adjustments to reconcile net income (loss) to net cash provided by operating activities:				
Loss related to hurricanes	-	-	6,980	-
(Gain) loss on insurance settlement	696	1,097	2,296	(5,243)
(Gain) loss on sale of proved properties	(9,494)	367	(63,557)	367
Depletion, depreciation, amortization, and asset retirement obligation liability accretion	95,260	64,919	314,330	227,596
Bad debt expense	143	-	16,735	-
Exploratory dry hole expense	240	1,651	6,823	14,365
Impairment of proved properties	292,100	-	302,230	-
Impairment of goodwill	9,452	-	9,452	-
Abandonment and impairment of unproved properties	34,754	870	39,049	4,756
Unrealized derivative (gain) loss	(12,011)	3,234	(11,209)	5,458
Change in Net Profits Plan liability	(80,941)	43,875	(34,040)	50,823
Stock-based compensation expense (1)	4,335	1,489	14,812	10,095
Deferred income taxes	(60,597)	13,666	40,634	92,955
Other	(97)	(5,329)	(3,593)	(10,497)
Changes in current assets and liabilities:				
Accounts receivable	25,128	(6,349)	(14,327)	(6,557)
Refundable income taxes	(8,578)	2,164	(12,228)	6,751
Prepaid expenses and other	(3,533)	(8,660)	(1,504)	19,375
Accounts payable and accrued expenses	(47,111)	13,217	(12,348)	40,769
Excess income tax benefit from the exercise of stock options	(3,586)	(2,275)	(13,867)	(9,933)
Net cash provided by operating activities	**110,120**	**156,810**	**678,221**	**630,792**
Cash flows from investing activities:				
Proceeds from insurance settlement	-	(1,116)	-	5,948
Proceeds from sale of oil and gas properties	23,664	171	178,867	495
Capital expenditures	(251,125)	(137,637)	(745,617)	(637,748)
Acquisition of oil and gas properties	1,610	(150,233)	(81,823)	(182,883)
Deposits to restricted cash	(14,398)	-	(14,398)	-
Other	9	25,300	(9,814)	10,316
Net cash used in investing activities	**(240,240)**	**(263,515)**	**(672,785)**	**(803,872)**
Cash flows from financing activities:				
Proceeds from credit facility	1,739,500	268,086	2,571,500	822,000
Repayment of credit facility	(1,609,500)	(138,086)	(2,556,500)	(871,000)
Excess tax benefit from the exercise of stock options	3,586	2,275	13,867	9,933
Net proceeds from issuance of senior convertible debt	-	(7)	-	280,657
Proceeds from sale of common stock	561	3,665	11,888	10,007
Repurchase of common stock	-	-	(77,202)	(25,904)
Dividends paid	(3,110)	(3,144)	(6,186)	(6,284)
Other	(182)	186	(182)	(4,283)
Net cash provided by (used in) financing activities	**130,855**	**132,975**	**(42,815)**	**215,126**
Net change in cash and cash equivalents	735	26,270	(37,379)	42,046
Cash and cash equivalents at beginning of period	5,396	17,240	43,510	1,464
Cash and cash equivalents at end of period	**$ 6,131**	**$ 43,510**	**$ 6,131**	**$ 43,510**

(1) Stock-based compensation expense is a component of exploration expense and general and administrative expense on the consolidated statements of operations. For the three-month periods ended December 31, 2008, and 2007, respectively, approximately $2.0 million and $600,000 of stock-based compensation expense was included in exploration expense. For the years ended December 31, 2008, and 2007, respectively, approximately $5.8 million and $3.2 million of stock-based compensation expense was included in exploration expense. For the three-month periods ended December 31, 2008, and 2007, respectively,

approximately \$2.3 million and \$889,000 of stock-based compensation expense was included in general and administrative expense. For the years ended December 31, 2008, and 2007, respectively, approximately \$9.0 million and \$6.9 million of stock-based compensation expense was included in

general and administrative expense.

ST. MARY LAND & EXPLORATION COMPANY
FINANCIAL HIGHLIGHTS
December 31, 2008

Adjusted Net Income

(In thousands, except per share data)

Reconciliation of Net Income (Loss) (GAAP) to Adjusted Net Income (Non-GAAP):	**For the Three Months Ended December 31,**		**For the Years Ended December 31,**	
	2008	**2007**	**2008**	**2007**
Reported Net Income (Loss) (GAAP)	$ (126,040)	$ 32,874	$ 91,553	$ 189,712
Adjustments:				
Change in Net Profits Plan liability	(80,941)	43,875	(34,040)	50,823
Unrealized derivative (gain) loss	(12,011)	3,234	(11,209)	5,458
(Gain) loss on sale of proved properties	(9,494)	367	(63,557)	367
(Gain) loss on insurance settlement (2)	696	1,097	2,296	(5,243)
Bad debt expense associated with SemGroup, L.P.	(5)	-	16,635	-
(Gain) loss related to hurricanes (3)	-	-	6,980	-
Tax adjustment at effective rate for period	35,318	(17,071)	32,771	(18,926)
Adjusted Net Income (Loss), before impairments	(192,477)	64,375	41,429	222,190
Non-cash impairments:				
Impairment of proved properties	292,100	-	302,230	-
Abandonment and impairment of unproved properties	34,754	870	39,049	4,756
Impairment of goodwill	9,452	-	9,452	-
Tax adjustment for impairments at effective rate for period	(116,728)	(306)	(138,656)	(1,751)
Adjusted Net Income, non recurring items & non cash impairments (4)	27,101	64,939	253,504	225,195
Adjusted Net Income Per Share (Non-GAAP)				
Basic	$ 0.44	$ 1.03	$ 4.07	$ 3.64
Diluted	$ 0.43	$ 1.00	$ 4.02	$ 3.48
Average Number of Shares Outstanding				
Basic	62,212	63,300	62,243	61,852
Diluted	62,630	64,635	63,133	64,850

(2) The (gain) loss on insurance settlement is included within line item other revenue on the consolidated statements of operations.

(3) The loss related to hurricanes is included within line item other expense on the consolidated statements of operations.

(4) Adjusted net income is calculated as net income (loss) adjusted for significant non-cash and non-recurring items. Non-cash charges include changes in the Net Profits Plan liability, unusual and non-recurring bad debt expense, unrealized derivative gains and losses, impairment of proved properties, abandonment and impairment of unproved properties, and impairment of goodwill. Non-recurring items include (gain) loss from sales of proved properties, (gain) loss on insurance settlements, and (gain) loss related to hurricanes. The non-GAAP measure of adjusted net income is presented because management believes it provides useful additional information to investors for analysis of St. Mary's fundamental business on a recurring basis. In addition, management believes that adjusted net income is widely used by professional research analysts and others in the valuation, comparison, and investment recommendations of companies in the oil and gas exploration and production industry, and many investors use the published research of industry research analysts in making investment decisions. Adjusted net income should not be considered in isolation or as a substitute for net income, income from operations, cash provided by operating activities or other income, profitability, cash flow, or liquidity measures prepared under GAAP. Since adjusted net income excludes some, but not all, items that affect net income and may vary among companies, the adjusted net income amounts presented may not be comparable to similarly titled measures of other companies.

Discretionary Cash Flow

(In thousands)

Reconciliation of Net Cash Provided by Operating Activities (GAAP) to Discretionary Cash Flow (Non-GAAP):	**For the Three Months Ended December 31,**	**For the Years Ended December 31,**

	2008	2007	2008	2007
Net cash provided by operating activities (GAAP)	$ 110,120	$ 156,810	$ 678,221	$ 630,792
Exploration	17,743	16,030	60,121	58,686
Less: Exploratory dry hole expense	(240)	(1,651)	(6,823)	(14,365)
Less: Stock-based compensation expense included in exploration	(1,992)	(599)	(5,799)	(3,215)
Other	97	5,329	3,593	10,497
Bad debt expense	(143)	-	(16,735)	-
Changes in current assets and liabilities	37,680	1,903	54,274	(50,405)
Discretionary cash flow (Non-GAAP) (5)	$ 163,265	$ 177,822	$ 766,852	$ 631,990

(5) Discretionary cash flow is computed as net income adjusted for (gain) loss on sale of proved properties, (gain) loss on insurance settlement, loss related to hurricanes, depreciation, depletion, amortization and asset retirement obligation liability accretion, exploration expense, impairment of proved properties, abandonment and impairment of unproved properties, impairment of goodwill, unrealized derivative (gain) loss, change in Net Profits Plan liability, stock-based compensation expense, and deferred income taxes. The non-GAAP measure of discretionary cash flow is presented since management believes that it provides useful additional information to investors for analysis of St. Mary's ability to internally generate funds for exploration, development, and acquisitions. In addition, discretionary cash flow is widely used by professional research analysts and others in the valuation, comparison, and investment recommendations of companies in the oil and gas exploration and production industry, and many investors use the published research of industry research analysts in making investment decisions. Discretionary cash flow should not be considered in isolation or as a substitute for net income, income from operations, net cash provided by operating activities or other income, profitability, cash flow, or liquidity measures prepared under GAAP. Since discretionary cash flow excludes some, but not all items that affect net income and net cash provided by operating activities and may vary among companies, the discretionary cash flow amounts presented may not be comparable to similarly titled measures of other companies. See the Consolidated Statements of Cash Flows herein for more detailed cash flow information.

ST. MARY LAND & EXPLORATION COMPANY
FINANCIAL HIGHLIGHTS
December 31, 2008

Information on Reserves and Costs Incurred

Costs incurred in oil and gas producing activities:

	For the Year Ended December 31, 2008
Development costs (6)	$ 586,579
Exploration costs	92,199
Acquisitions:	
Proved properties	51,567
Unproved properties - acquisitions of proved properties (7)	43,274
Unproved properties - other	83,078
Total, including asset retirement obligation (8)	$ 856,697

(6) Includes capitalized interest of $3.7 million.
(7) Represents a portion of the allocated purchase price of unproved properties acquired as part of the acquisition of proved properties.
(8) Includes amounts relating to estimated asset retirement obligations of $15.4 million.

Proved oil and gas reserve quantities:

	For the Year Ended December 31, 2008		
	Oil or Condensate MMBbls	Gas BCF	BCFE
Developed and undeveloped:			
Beginning of year	78.8	613.5	1,086.5
Revisions of previous estimate (9)	(22.6)	(108.3)	(244.2)
Discoveries and extensions	0.7	41.1	45.1
Infill reserves in an existing proved field	5.4	92.4	125.0
Purchases of minerals in place	0.4	27.0	29.1
Sales of reserves	(4.7)	(33.4)	(61.4)
Production	(6.6)	(74.9)	(114.6)
End of year	51.4	557.4	865.5
Proved developed reserves			
Beginning of year	68.3	426.6	836.3
End of year	47.1	433.2	715.8

(9) For the year ended December 31, 2008, of the (244.2) BCFE downward revision of previous estimate (199.7) BCFE relates to price and (44.5) BCFE relates to performance.

Finding Cost and Reserve Replacement Ratios: (10)

Finding Costs in $ per MCFE	Excluding Sales	Including Sales
Drilling, excluding performance and price revisions	$ 3.99	$ 6.25
Drilling, including performance revisions	$ 5.40	$ 10.57
Drilling and acquisitions, excluding performance and price revisions	$ 3.67	$ 5.30
Drilling and acquisitions, including performance revisions	$ 4.72	$ 7.83
Acquisitions	$ 1.77	n/a
All-in, excluding price revisions	$ 5.54	$ 9.18
All-in, including performance and price revisions	$ (19.04)	$ (8.05)

Reserve Replacement Ratios		
Drilling, excluding performance and price revisions	148%	95%
Drilling, including performance revisions	110%	56%
Drilling and acquisitions, excluding performance and price revisions	174%	120%
Drilling and acquisitions, including performance revisions	135%	81%
Acquisitions	25%	n/a
All-in, excluding price revisions	135%	81%
All-in, including performance and price revisions	-39%	-93%

(10) Finding costs and reserve replacement ratios are common metrics used by professional research analysts and others in the valuation, comparison, and investment recommendations of companies in the oil and gas exploration and production industry. The metrics are easily calculated from information provided in the sections "Costs incurred in oil and gas producing activities" and "Proved oil and gas reserve quantities" above. Finding cost provides some information as to the cost of adding proved reserves from various activities. Reserve replacement provides information related to how successful a company is at growing its proved reserve base. Consistent with industry practice, future capital costs to develop proved undeveloped reserves are not included in "Costs incurred in oil and gas producing activities." The Company uses the reserve replacement ratio as an indicator of the Company's ability to replenish annual production volumes and grow its reserves. It should be noted that the reserve replacement ratio is a statistical indicator that has limitations. The ratio is limited because it typically varies widely based on the extent and timing of new discoveries and property acquisitions. Its predictive and comparative value is also limited for the same reasons. In addition, since the ratio does not embed the cost or timing of future production of new reserves, it cannot be used as a measure of value creation.

ST. MARY LAND & EXPLORATION COMPANY
FINANCIAL HIGHLIGHTS
December 31, 2008

Finding Costs Definitions:

> Drilling, excluding performance and price revisions - numerator defined as the sum of development costs and exploration costs divided by a denominator defined as the sum of discoveries and extensions and infill reserves in an existing proved field. To consider the impact divestitures on this metric, further include sales of reserves in denominator.

> Drilling and acquisitions, excluding performance and price revisions - numerator defined as the sum of development costs, exploration costs, and acquisition costs for proved properties divided by a denominator defined as the sum of discoveries and extensions, infill reserves in an existing proved field, and purchases of minerals in place. To consider the impact divestitures on this metric, further include sales of reserves in denominator.

> Drilling and acquisitions, excluding performance and price revisions - numerator defined as the sum of development costs, exploration costs, and acquisition costs for proved properties divided by a denominator defined as the sum of discoveries and extensions, infill reserves in an existing proved field, and purchases of minerals in place. To consider the impact divestitures on this metric, further include sales of reserves in denominator.

> Drilling and acquisitions, including performance revisions - numerator defined as the sum of development costs, exploration costs, and acquisition costs for proved properties divided by a denominator defined as the sum of discoveries and extensions, infill reserves in an existing proved field, purchases of minerals in place, and performance revisions. To consider the impact divestitures on this metric, further include sales of reserves in denominator.

> Acquisitions - numerator defined as acquisition costs for proved properties divided by a denominator defined as purchases of minerals in place.

> All-in, excluding price revisions - numerator defined as total costs incurred, including asset retirement obligation divided by a denominator defined as the sum of discoveries and extensions, infill reserves in an existing proved field, purchases of minerals in place, and performance revisions. To consider the impact divestitures on this metric, further include sales of reserves in denominator.

> All-in, including performance and price revisions - numerator defined as total costs incurred, including asset retirement obligation divided by a denominator defined as the sum of discoveries and extensions, infill reserves in an existing proved field, purchases of minerals in place, and performance revisions. To consider the impact divestitures on this metric, further include sales of reserves in denominator.

Reserve Replacement Ratio Definitions:

> Drilling, excluding performance and price revisions - numerator defined as the of sum of discoveries and extensions and infill reserves in an existing proved field divided by production. To consider the impact divestitures on this metric, further include sales of reserves in denominator.

> Drilling , including performance revisions - numerator defined as the sum of discoveries and extensions, infill reserves in an existing proved field, and performance revisions divided by production. To consider the impact of divestitures on this metric, further include sales of reserves in denominator.

> Drilling and acquisitions, excluding performance and price revisions - numerator defined as the sum of discoveries and extensions, infill reserves in an existing proved field, and purchases of minerals in place divided by production. To consider the impact of divestitures on this metric, further include sales of reserves in denominator.

> Drilling and acquisitions, including performance revisions - numerator defined as the sum of discoveries and extensions, infill reserves in an existing proved field, purchases of minerals in place, and performance revisions divided by production. To consider the impact of divestitures on this metric, further include sales of reserves in denominator.

> Acquisitions - numerator defined as purchases of minerals in place divided by production.

> All-in, excluding price revisions - numerator defined as the sum of discoveries and extensions, infill reserves in an existing proved field, purchases of minerals in place, and performance revisions divided by production. To consider the impact of divestitures on this metric, further include sales of reserves in denominator.

> All-in, including performance and price revisions - numerator defined as the sum of discoveries and extensions, infill reserves in an existing proved field, purchases of minerals in place, performance revisions, and price revisions divided by production. To consider the impact of divestitures on this metric, further include sales of reserves in denominator.

EXHIBIT 99.2

For Information
Brent A. Collins
303-861-8140

FOR IMMEDIATE RELEASE

ST. MARY PROVIDES INITIAL GUIDANCE FOR 2009 AND OPERATIONS UPDATE

- ***Full year production guidance range of 101.0 to 104.0 BCFE***
- ***Company reiterates intention of investing at or within cash flow for exploration and development activities; current 2009 capital investment estimate is $341 million***
- ***First operated Haynesville shale well is drilled and will be completed in early March 2009***
- ***Operated test wells planned for Eagle Ford and Marcellus shales in 2009***

DENVER, February 23, 2009 – St. Mary Land & Exploration Company (NYSE: SM) today provides the Company's initial 2009 financial guidance and an update on planned operational activities for 2009.

MANAGEMENT COMMENTS

Tony Best, President and CEO, commented, "While the current financial environment is challenging for many companies, St. Mary enters 2009 on solid footing and with significant opportunities in front of us. Our financial position is strong and we intend to maintain our financial strength by investing within cash flow this year. In 2009 we plan to test some very exciting emerging resource plays that have the potential to grow value for St. Mary stockholders."

2009 CAPITAL INVESTMENT PLAN

The Company currently is planning for a scenario similar to what was described in its press release of December 22, 2008. Based on the Company's current assumptions, the 2009 capital investments will be spent as shown in the following table:

		2009 Exploration & Development Capital ($ in millions)
Haynesville, Eagle Ford & Marcellus testing	$	80
Development activity		
Woodford shale		38
Cotton Valley & James Lime		28
Wolfberry		22
Other		44
Other exploration		8
Land & Seismic		56
Overhead & Facilities		65
TOTAL	$	341

OPERATIONAL UPDATE

By the end of February 2009, St. Mary plans to have seven operated drilling rigs running. This is a decrease from the peak of 16 rigs reached in mid-2008. The Rocky Mountain, ArkLaTex, and Permian regions each currently have one operated rig running, with the remainder of the rigs operating in the Mid-Continent region. St. Mary plans to operate an average of six rigs company-wide in 2009. Two operated rigs in the Mid-Continent region will focus on drilling horizontal Woodford shale and deep Springer wells in the Arkoma and Anadarko basins, respectively, and one operated rig is scheduled for the Rocky Mountain region. The Permian Basin region will have one operated rig running intermittently throughout 2009. In its emerging shale plays, the Company's activity will average one to two operated rigs between the Haynesville shale, the Eagle Ford shale, and the Marcellus shale programs.

In the Haynesville shale, St. Mary has reached total depth on it first operated horizontal Haynesville well. The Johnson Trust 1-2 well (SM 90% WI), located in the Spider Field in De Soto Parish, Louisiana, was drilled to an approximate measured depth of 15,100 feet and has a lateral length of roughly 3,300 feet. The well is scheduled to be completed in early March due to a delay related to the sourcing of proppant after the Company revised its original stimulation design. St. Mary's current completion design calls for a ten stage, slick water fracture stimulation using slightly under three million pounds of premium resin coated sand. The next planned well in the Haynesville is expected to be in Shelby County, Texas, where the Company has a sizeable acreage position. St. Mary has approximately 50,000 net acres that are prospective for the Haynesville shale in East Texas and northern Louisiana.

In addition to the Haynesville, a major focus in 2009 is testing the potential of the other emerging shale plays to which the Company is exposed. Plans are to drill the first operated horizontal well in the Eagle Ford shale in the second quarter of 2009 and the first operated Marcellus shale well early in the third quarter. St. Mary has exposure to approximately 210,000 and 43,000 net acres in the Eagle Ford and Marcellus shales, respectively, assuming all of the acreage is earned.

PERFORMANCE GUIDANCE UPDATE

The Company's guidance for the first quarter and the full year of 2009 is as follows:

	1st Quarter	Full Year
Oil and gas production	26.5 – 28.0 BCFE	101.0 – 104.0 BCFE
Lease operating expense	$1.50 – $1.55/MCFE	$1.57 – $1.62/MCFE
Transportation expense	$0.20 – $0.25/MCFE	$0.20 – $0.25/MCFE
Production taxes	$0.28 – $0.33/MCFE	$0.34 – $0.39/MCFE
General and admin. – cash	$0.68 – $0.73/MCFE	$0.75 – $0.83/MCFE
General and admin. – non-cash	$0.07 – $0.09/MCFE	$0.08 – $0.12/MCFE
Depreciation, depletion, & amort.	$2.60 – $2.80/MCFE	$2.60 – $2.80/MCFE

Production – St. Mary currently expects that production will decrease sequentially each quarter in 2009 as a result of the Company's decreased level of drilling activity during the second half of 2008 and the first half of 2009. The Company maintains that deferring additional investment for development drilling is appropriate in the current highly deflationary industry cost environment in order to improve returns on invested capital.

For comparative purposes, it should be noted that quarterly sequential production throughout 2008 from Judge Digby Field was 1.2 BCFE, 1.1 BCFE, 0.7 BCFE, and 0.8 BCFE for the first through fourth quarters, respectively. As previously disclosed, these assets were exchanged in late 2008 for cash and an increased interest in the

Company’s operated Sweetie Peck tight oil assets. The 2008 production impact related to the additional interest at Sweetie Peck was immaterial.

The guidance above does not include any production volume impact from future acquisitions or divestitures.

Lease operating expense – Lease operating expense for the first quarter is anticipated to be down slightly on a sequential basis from the fourth quarter of 2008. While absolute quarterly dollars for lease operating expense are expected to be flat throughout 2009, per unit cost will increase as a result of declining production. St. Mary anticipates there could be some softening in pricing in future quarters in the oilfield services industry as a result of the ongoing pull back in activity levels across the exploration and production sector; however, aggressive pricing reductions have not been assumed in this guidance.

Production taxes – On a sequential basis, production taxes are anticipated to increase each quarter in 2009 in absolute terms and on a per unit basis. This is a function of the Company’s current forecast that commodity prices will increase more quickly than the anticipated decline in production.

General and administrative expense – Year over year, St. Mary currently expects to incur approximately $10 million more in general and administrative expense in 2009 compared to 2008. In absolute dollars, G&A on a quarterly basis is expected to increase slightly throughout 2009 while it will increase more quickly on a per unit basis as a result of declining production throughout the year. Commodity prices are currently forecast to be higher in the second half of 2009, which increases expenses that are tied to profitability and cash flow.

The following items are the key drivers of the projected G&A increase year over year:

- As a result of hiring done throughout 2008, the Company anticipates having a higher average employee headcount in 2009 versus 2008.
- Estimates for incentive compensation, including stock compensation, in 2009 currently assume meeting specified targets; certain performance targets for 2008 were not met, which resulted in lower incentive compensation payouts for the year.
- Offsetting the increases above are lower projected Net Profit Plan payments tied to the Company’s net cash flow, which assumes lower production and commodity prices in 2009.

St. Mary’s general and administrative expenses can be highly volatile, since significant portions of the Company’s general and administrative cost structure are directly or indirectly related to commodity prices.

Depreciation, depletion, and amortization expense – St. Mary is expecting DD&A to be lower in 2009 compared to 2008 as a result of the non-cash impairments recognized in the fourth quarter of 2008 that decreased the depreciable book value of the Company's properties.

Interest expense – As a result of the adoption of a new accounting pronouncement, the Company will be required to separately account for the liability and equity components of the Company's 3.50% Senior Convertible Notes since those notes may be settled in cash. As a result, St. Mary will retrospectively record a debt discount and an increase to additional paid in capital in the Company's consolidated balance sheets to reflect the value of the equity option in these notes.

The Company will recognize an additional $2.1 million of non-cash interest expense each quarter due to the amortization of the debt discount through the date at which the notes can first be called.

Income taxes – The Company estimates that its effective tax rate will be approximately 37% in the first quarter. For the full year period, the effective tax rate is expected to be 37%. Based on its current forecast, St. Mary does not anticipate it will pay cash taxes in 2009.

Hedging update – Below is an updated summary hedging schedule for the Company. All the prices in the table have been converted to an average NYMEX equivalent for ease of comparison using quality and transportation differentials as of December 31, 2008. No hedges have been added between the end of the fourth quarter of 2008 and the date of this release. All of the oil trades are settled against NYMEX. The gas contracts settle against regional delivery points that correspond with the Company's production areas, thereby reducing basis risk. Approximately 50% and 53% of the Company's estimated oil and natural gas production, respectively, have been hedged for 2009. For detailed schedules on the Company's hedging program, please refer to the Company's Form 10-K for the quarter ended December 31, 2008, which is expected to be filed with the Securities and Exchange Commission on February 24, 2009.

Oil Swaps - NYMEX Equivalent			Oil Collars - NYMEX Equivalent			
					Floor	Ceiling
	Bbls	$/Bbl		Bbls	$/Bbl	$/Bbl
2009			**2009**			
Q1	411,000	$ 71.66	Q1	376,500	$ 50.00	$ 67.31
Q2	401,000	$ 71.65	Q2	380,500	$ 50.00	$ 67.31
Q3	389,000	$ 71.59	Q3	384,500	$ 50.00	$ 67.31
Q4	369,000	$ 71.67	Q4	384,500	$ 50.00	$ 67.31
2010	1,239,000	$ 66.47	**2010**	1,367,500	$ 50.00	$ 64.91
2011	1,032,000	$ 65.36	**2011**	1,236,000	$ 50.00	$ 63.70

Natural Gas Swaps - NYMEX Equivalent			Natural Gas Collars - NYMEX Equivalent			
					Floor	Ceiling
	MMBTU	$/MMBTU		MMBTU	$/MMBTU	$/MMBTU
2009			**2009**			
Q1	6,230,000	$ 10.06	Q1	2,265,000	$ 6.50	$ 10.50
Q2	6,420,000	$ 8.50	Q2	2,275,000	$ 6.65	$ 10.64
Q3	4,170,000	$ 8.37	Q3	2,285,000	$ 6.32	$ 10.31
Q4	3,600,000	$ 9.03	Q4	2,285,000	$ 6.54	$ 10.54
2010	8,730,000	$ 8.59	**2010**	7,825,000	$ 6.44	$ 8.73
2011	1,240,000	$ 7.77	**2011**	6,625,000	$ 6.38	$ 7.61

Natural Gas Liquids* Swaps - Mont. Belvieu		
	Bbls	$/Bbl
2009		
Q1	263,624	$ 41.47
Q2	262,476	$ 41.53
Q3	217,617	$ 41.46
Q4	70,015	$ 45.95
2010	139,724	$ 49.59
2011	19,643	$ 49.01

* Volumes and revenues associated with natural gas liquids are reported as wet gas in the Company's financial and operating results.

INFORMATION ABOUT FORWARD LOOKING STATEMENTS

This release contains forward looking statements within the meaning of securities laws, including forecasts and projections. The words “will,” “believe,” “budget,” “anticipate,” “plan,” “intend,” “estimate,” “forecast,” “expect,” and similar expressions are intended to identify forward looking statements. These statements involve known and unknown risks, which may cause St. Mary’s actual results to differ materially from results expressed or implied by the forward looking statements. These risks include such factors as the volatility and level of oil and natural gas prices, the uncertain nature of the expected benefits from the acquisition and divestiture of oil and gas properties, uncertainties inherent in projecting future rates of production from drilling activities and acquisitions, the ability of purchasers of production to pay for those sales, the availability of debt and equity financing, the ability of the banks in the Company's credit facility to fund requested borrowings, the ability of hedge counterparties to settle hedges in favor of the Company, the imprecise nature of estimating oil and gas reserves, the availability of additional economically attractive exploration, development, and property acquisition opportunities for future growth and any necessary financings, unexpected drilling conditions and results, unsuccessful exploration and development drilling, drilling and operating service availability, the risks associated with the Company's hedging strategy, and other such matters discussed in the "Risk Factors" section of St. Mary's 2008 Annual Report on Form 10-K, which is scheduled to be filed on or about February 24, 2009. Although St. Mary may from time to time voluntarily update its prior forward looking statements, it disclaims any commitment to do so except as required by securities laws.

EXHIBIT 99.3

For Information
Brent A. Collins
303-861-8140

FOR IMMEDIATE RELEASE

ST. MARY ANNOUNCES RETIREMENT FROM BOARD OF DIRECTORS

DENVER, February 23, 2009 – St. Mary Land & Exploration Company (NYSE: SM) today announces that Mark Hellerstein, Chairman of the Board of Directors, will retire from the Board effective at the 2009 annual meeting of stockholders to be held in May, after 17 years of service. The Board anticipates appointing Bill Sullivan, a member of the Board since 2004, to succeed Mr. Hellerstein as Chairman of the Board at that time.

The Company's Board of Directors commented, "The Board thanks Mark for his many years of distinguished leadership, dedication, and service to St. Mary. During his tenure as CEO and Chairman of the Board, the Company has delivered consistent performance and returns for its stockholders year after year, within a culture and foundation of excellence and values on which the Company can continue to build. It is a legacy of which Mark can be very proud, and we wish him all the best in the future."