SEC Form 4

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(City)	(State)	(Zip)					
(Street) DENVER	СО	80203		X Form filed by One F Form filed by More	Reporting Person than One Reporting Person		
SUITE 700			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Fil	ing (Check Applicable Line)		
(Last) (First) (Middle) 1776 LINCOLN ST.			12/01/2009	VP-Region	VP-Regional Manager		
	ress of Reporting Per er <u>Gregory T</u> (First)	son* (Middle)	2. Issuer Name and Ticker or Trading Symbol <u>ST MARY LAND & EXPLORATION CO</u> [SM] 3. Date of Earliest Transaction (Month/Day/Year)	5. Relationship of Reporting P (Check all applicable) Director X Officer (give title below)	erson(s) to Issuer 10% Owner Other (specify below)		

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)	Transaction Code (Instr.		4. Securities Ad Disposed Of (D				6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock; \$.01 Par Value	12/01/2009		М		333	Α	(1)	3,772(2)	D	
Common Stock; \$.01 Par Value	12/01/2009		F		87	D	\$32.84	3,685	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Restricted Stock Units	(1)	12/01/2009		М			333	12/01/2009	12/01/2009	Common Stock	333	\$0	0	D	

Explanation of Responses:

1. Each restricted stock unit represents a contingent right to receive one share of stock. This is a special restricted stock unit grant that vests in three equal installments beginning on December 1, 2007. The vested shares will be issued to the reporting person on the vesting dates, at which time all restrictions on the vested shares will lapse.

2. Includes 94 shares of the issuer's common stock acquired under the issuer's Employee Stock Purchase Plan on November 17, 2009.

Remarks:

Karin M. Writer (Attorney-In-12/03/2009 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.

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