

ST MARY LAND & EXPLORATION CO
 Form 4
 March 03, 2009

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Knott Kenneth J.

2. Issuer Name and Ticker or Trading Symbol
ST MARY LAND & EXPLORATION CO [SM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 1776 LINCOLN STREET, SUITE 700
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/31/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP- Bus Dev & Land & Ass Sec

DENVER, CO 80203

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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		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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)			
Common Stock: \$.01 Par Value	12/31/2008		J ⁽¹⁾	V	251	A	\$ 17.2635	6,857	D
Common Stock: \$.01 Par Value	02/28/2009		M		194	A	2	7,051	D
Common Stock: \$.01 Par	02/28/2009		F		64	D	\$ 13.58	6,987	D

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Value

Common
Stock:
\$.01 Par
Value

02/28/2009 M 245 A (3) 7,232 D

Common
Stock:
\$.01 Par
Value

02/28/2009 F 80 D \$ 13.58 7,152 D

Common
Stock:
\$.01 Par
Value

02/28/2009 M 565 A (4) 7,717 D

Common
Stock:
\$.01 Par
Value

02/28/2009 F 185 D \$ 13.58 7,532 D

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.

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(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 (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 Underlying Securities (Instr. 3 and 4)	8. D S (I	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(2)	02/28/2009		M	194	02/28/2009	02/28/2009	Common Stock	194
Restricted Stock Units	(3)	02/28/2009		M	245	02/28/2009	02/28/2009	Common Stock	245
	(4)	02/28/2009		M	565	02/28/2009	02/28/2009		565

