

WILKENING GARRY A
 Form 4
 March 03, 2008

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 *
WILKENING GARRY A

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 ST., SUITE 700
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/31/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP-HR & Administration

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 (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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock; \$.01 Par Value	12/31/2007		J ⁽¹⁾	V 94 A \$ 31.127	5,925	D	
Common Stock; \$.01 Par Value	02/28/2008		M	321 A <u>(2)</u> 6,246		D	
Common Stock; \$.01 Par Value	02/28/2008		F	98 D \$ 37.84	6,148	D	
Common Stock; \$.01	02/28/2008		M	3,172 A <u>(3)</u> 9,320		D	

Par Value							
Common Stock; \$.01 Par Value	02/28/2008	F	957	D	\$ 37.84	8,363	D
Common Stock; \$.01 Par Value	02/28/2008	M	312	A	<u>(4)</u>	8,675	D
Common Stock; \$.01 Par Value	02/28/2008	F	97	D	\$ 37.84	8,578	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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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)
				Code V	(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Restricted Stock Units	<u>(2)</u>	02/28/2008		M	321	02/28/2008 02/28/2008	Common Stock 321
Restricted Stock Units	<u>(3)</u>	02/28/2008		M	3,172	02/28/2008 02/28/2008	Common Stock 3,172
Restricted Stock Units	<u>(4)</u>	02/28/2008		A	1,246	<u>(4)</u> <u>(4)</u>	Common Stock 1,246
Restricted Stock Unit	<u>(4)</u>	02/28/2008		M	312	02/28/2008 02/28/2008	Common Stock 312

Reporting Owners

Reporting Owner Name / Address Relationships

