

ST MARY LAND & EXPLORATION CO  
 Form 4  
 May 23, 2005

**FORM 4**

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

OMB APPROVAL

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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 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 \*  
 YORK DOUGLAS W

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, STE 700  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 05/19/2005

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Exec. VP & COO

DENVER, CO 80202

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock; \$.01 Par Value	05/19/2005		M		5,828	A	\$ 16.6562
Common Stock; \$.01 Par Value	05/19/2005		S		5,828 (1)	D	\$ 25
Common Stock; \$.01 Par Value	05/19/2005		M		11,436	A	\$ 7.965
							23,932

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Common Stock; \$.01 par Value	05/19/2005	S	<u>11,436</u> (2)	D	\$ 25	12,496	D
Common Stock; \$.01 Par Value	05/19/2005	M	11,436	A	\$ 10.595	23,932	D
Common Stock; \$.01 Par Value	05/19/2005	S	<u>11,436</u> (3)	D	\$ 25	12,496	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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Stock Option (Right-To-Buy)	\$ 16.6562	05/19/2005		M	5,828	12/31/2000 12/31/2010	Common Stock
Stock Option (Right-To-Buy)	\$ 7.96	05/19/2005		M	11,436	09/30/2001 09/30/2011	Common Stock
Stock Option (Right-To-Buy)	\$ 10.595	05/19/2005		M	11,436	12/31/2001 12/31/2011	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
YORK DOUGLAS W 1776 LINCOLN ST			Exec. VP & COO	

STE 700  
DENVER, CO 80202

## Signatures

Brenda L. Schohn (  
Attorney-In-Fact)

05/23/2005

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

- (1) This sales reported in this Form 4 were affected pursuant to a Rule 10b-1 sales plan adopted by the reporting person on May 16, 2005
- (2) This sales reported in this Form 4 were affected pursuant to a Rule 10b-1 sales plan adopted by the reporting person on May 16, 2005
- (3) This sales reported in this Form 4 were affected pursuant to a Rule 10b-1 sales plan adopted by the reporting person on May 16, 2005

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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