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ST MARY LAND & EXPLORATION CO

Form 4

September 01, 2005

OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or 0.5 response... Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b).

| (Print or Type | Responses) | | | | | | | | | |
|-------------------------------------------------------------|---------------------|-------------|----------------------------------------------------|--------------|---------------------------|--------------------------------------------------------------------------------------|--------------------------------------------------|-----------------|-------------|--|
| 1. Name and Address of Reporting Person * WILKENING GARRY A | | | 2. Issuer Name and Ticker or Trading Symbol | | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
| | | | ST MARY LAND & EXPLORATION CO [SM] | | | (Check all applicable) | | | | |
| (Last) | (First) | Middle) | 3. Date of | of Earliest | Γransaction | | _ Director | | Owner | |
| 1776 LINCOLN ST, STE 700 | | | (Month/Day/Year) 08/30/2005 | | | _X_ Officer (give title Other (specify below) below) V.P-Administration & Controlle | | | er (specify | |
| | | | | | | | | | (Street) | |
| Applicable Line) | | | | | | | | | | |
| | | | | | | | Form filed by Or Form filed by Mo | | | |
| DENVER, | CO 80202 | | | | | Pers | • | ore than One Re | porting | |
| (City) | (State) | (Zip) | Tab | ole I - Non- | -Derivative Securities Ac | quired | l, Disposed of, | or Beneficial | ly Owne | |
| 1.Title of | 2. Transaction Date | 2A. Deeme | ed | 3. | 4. Securities Acquired (A | A) 5 | 5. Amount of | 6. | 7. Nati | |
| Security | (Month/Day/Year) | Execution I | Date, if | Transacti | oror Disposed of (D) | S | Securities | Ownership | Indire | |

| (Cit | ty) | (State) | (Zip) Tab | le I - Non- | Derivative | Secur | rities Acquir | ed, Disposed of, | or Beneficially | y Owned |
|-------------------------------------|-----|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|------------|-----------|---------------|------------------------------------------------------------------------------|-----------------------------------------------|-------------------------------------------------------|
| 1.Title o Security (Instr. 3) | , | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | (A) | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code V | Amount | or (D) | Price | Transaction(s) (Instr. 3 and 4) | (Instr. 4) | |
| Comm Stock | on | 08/30/2005 | | M | 2,186 | A | \$ 7.965 | 4,010 | D | |
| Comm Stock; \$.01 Pa Value | | 08/30/2005 | | M | 2,614 | A | \$ 10.595 | 6,624 | D | |
| Comm Stock; \$.01 Pa Value | | 08/31/2005 | | M | 1,758 | A | \$ 10.595 | 8,382 | D | |
| | | 08/31/2005 | | M | 4,372 | A | \$ 10.855 | 12,754 | D | |

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| Common Stock; \$.01 Par Value | | | | | | | |
|----------------------------------------|------------|---|--------|---|---------------|--------|---|
| Common Stock; \$.01 Par Value | 08/31/2005 | M | 4,370 | A | \$ 12.03 | 17,124 | D |
| Common Stock; \$.01 Par Value | 08/30/2005 | S | 4,800 | D | \$ 33.0425 | 12,324 | D |
| Common Stock; \$.01 Par Value | 08/31/2005 | S | 10,500 | D | \$ 33.0057 | 1,824 | 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.

SEC 1474

(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 Amou Underlying Secur (Instr. 3 and 4) | |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|--------------------|-----------------------------------------------------------|--------------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amo or Num of Shar |
| Stock Option (Right-to-Buy) | \$ 7.965 | 08/30/2005 | | M | 2,186 | 09/30/2001 | 09/30/2011 | Common Stock; \$.01 Par Value | 2,1 |
| Stock Option (Right-to-Buy) | \$ 10.595 | 08/30/2005 | | M | 2,614 | 12/31/2001 | 12/31/2011 | Common Stock; \$.01 Par Value | 2,6 |
| | \$ 10.595 | 08/31/2005 | | M | 1,758 | 12/31/2001 | 12/31/2011 | | 1,7 |

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| Stock Option (Right-to-Buy) | | | | | | | Common Stock; \$.01 Par Value | |
|--------------------------------|-----------|------------|---|-------|------------|------------|----------------------------------------|----|
| Stock Option (Right-to-Buy) | \$ 10.855 | 08/31/2005 | M | 4,372 | 03/31/2002 | 03/31/2012 | Common Stock; \$.01 Par Value | 4, |
| Stock Option (Right-to-Buy) | \$ 12.03 | 08/31/2005 | M | 4,370 | 06/30/2002 | 06/30/2012 | Common Stock; \$.01 Par Value | 4, |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

WILKENING GARRY A 1776 LINCOLN ST STE 700 DENVER, CO 80202

V.P-Administration & Controlle

Signatures

James C. Robertson (Attorney-In-Fact)

09/01/2005

**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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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