## Edgar Filing: ST MARY LAND & EXPLORATION CO - Form 4

ST MARY LAND & EXPLORATION CO Form 4 December 17, 2008

<b>FORM</b> Check this if no longe subject to Section 16 Form 4 or Form 5 obligations may contin <i>See</i> Instruct 1(b).	box <b>STATEM</b> Filed purple Section 17(a	<b>IENT OI</b> suant to S a) of the I	Wasl F CHANG Section 16	hington, GES IN F SECURI 5(a) of the ility Hold	D.C. 205 BENEFI TIES Securiti ing Com	549 CIAI es Ex pany	L <b>OW</b> cchang Act o	COMMISSION NERSHIP OF ge Act of 1934, f 1935 or Sectic 40	OMB Number: Expires: Estimated a burden hou response	rs per	
Whitcomb Da	dress of Reporting I avid J.		Symbol ST MAR EXPLOI	Name and RY LANE RATION	) & CO [SM		g		ck all applicable	:)	
(Last) 1776 LINCO 700	(First) (N	Aiddle) UITE	3. Date of (Month/Da 12/15/20	-	insaction			Director X Officer (giv below)		• Owner er (specify	
				ndment, Date Original th/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
(City)		(Zip)	Tabla	I Non D			tion A o	Person	f or Donoficial	ly Ormed	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deer Executio any		3. Transactic Code (Instr. 8) Code V	4. Securi onAcquired Disposed (Instr. 3,	ties (A) o l of (D 4 and (A) or	r ) 5)	quired, Disposed o 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock; \$.01 Par Value	12/15/2008			М	801	A	<u>(1)</u>	10,428	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.

 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. Transactic Code (Instr. 8)	5. Number orof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		(Instr. 3 and 4) S		8. D Se (I
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(1)</u>	12/15/2008		М	801	12/15/2008	12/15/2008	Common Stock	801	

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## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
F	Director	10% Owner	Officer	Other		
Whitcomb David J. 1776 LINCOLN STREET, SUITE 700 DENVER, CO 80203			VP-Marketing			
Signatures						

Karin M. Writer (Attorney-In-Fact)

12/17/2008

Date

\*\*Signature of Reporting Person

## **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).

Each restricted stock unit represents a contingent right to receive one share of stock. This restricted stock unit grant vests in three equal (1) annual installments beginning on December 15, 2008. 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.

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.