Edgar Filing: HANLEY ROBERT T - Form 4

HANLEY RO	BERT T									
Form 4										
March 17, 200	05									
FORM	4								PPROVAL	
	UNITED	STATES		RITIES A shington			E COMMISSIO	N OMB Number:	3235-0287	
Check this if no longer	r									
subject to Section 16. Form 4 or	SIAIEN	TEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Expires: 2005 Estimated average burden hours per response 0.5	
Form 5 obligations may contin <i>See</i> Instruc 1(b).	ue. Section 17(ange Act of 1934 et of 1935 or Sect 1940								
(Print or Type Re	sponses)									
1. Name and Address of Reporting Person <u>*</u> HANLEY ROBERT T			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			3. Date of Earliest Transaction (Month/Day/Year) 03/15/2005			Director 10% Owner X Officer (give title Other (specify below) below) VP-Investor Relations				
(Street)			4. If Amendment Data Original							
	4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 						
DENVER, CO							Person	y More than One R	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivati	ve Securities	Acquired, Disposed	of, or Beneficia	lly Owned	
	Transaction Date Month/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Dispose (Instr. 3	ed (A) or ed of (D) 3, 4 and 5) (A) or	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)	
Reminder: Repor	t on a separate line	for each cl	ass of sec	urities bene	-	-	-			
					info requ disp	rmation cor uired to resp	espond to the coll ntained in this forn cond unless the fo ently valid OMB co	m are not orm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities	Derivat
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Securit

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				(Instr. :		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(1)	03/15/2005		А	783		(2)	(2)	Common Stock; \$.01 Par Value	783	\$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 8	Director	10% Owner	Officer	Other			
HANLEY ROBERT T 1776 LINCOLN ST STE 700 DENVER, CO 80202			VP-Investor Relations				
Signatures							
James C. Robertson (Attorney-In-Fact)		03/17/200)5				

**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) Each restricted stock unit represents a contingent right to receive one share of SM common stock.
- (2) The restricted stock units vest in four equal installments beginning March 15, 2005. Vested shares will be issued to the reporting person on March 15, 2008, at which time all restrictions 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.