

ST MARY LAND & EXPLORATION CO
 Form 4
 June 27, 2007

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 *
 NANCE ROBERT L

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)
 NANCE PETROLEUM CORPORATION, PO BOX 7168
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/14/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Senior Vice President

BILLINGS, MT 59103-7168

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 Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|------------------------|---|--|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock; \$.01 Par Value | 05/14/2007 | | A ⁽¹⁾ | | 117 | A | \$ 36.1 | 85,104 ⁽²⁾ | I | By Self as Trustee for Robert L. Nance TTEE for Robert S. Nance Financial Mgt. Trust |
| | 06/25/2007 | | M | | 34,024 | A | | 792,921 ⁽³⁾ | D | |

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Common Stock; \$.01 Par Value \$ 16.6562

Common Stock; \$.01 Par Value 06/25/2007 S 34,024 D \$ 37.92 758,897 ⁽³⁾ D

Common Stock; \$.01 Par Value 06/25/2007 S 6,000 D \$ 38 126,700 ⁽⁴⁾ I Shares held of record by Mr. Nance's spouse.

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 Amount of Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Stock Option (Right-To-Buy) | \$ 16.6562 | 06/25/2007 | | M | 34,024 | ⁽⁵⁾ 12/31/2010 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| NANCE ROBERT L NANCE PETROLEUM CORPORATION PO BOX 7168 BILLINGS, MT 59103-7168 | | | Senior Vice President | |

Signatures

/s/ Karin M. Writer
(Attorney-In-Fact)

06/27/2007

__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 stock was acquired from a dividend reinvestment.
- (2) Mr. Nance also owns 517,000 shares in his name and indirectly holds 4,000 held of record by Ronan, Inc., a corporation controlled by Mr. Nance, 132,700 shares held of record by Mr. Nance's spouse, and 20,093 shares held in joint tenancy with Mr. Nance's spouse.
Total includes 4,000 shares held of record by Ronan, Inc., a corporation controlled by Mr. Nance, 85,104 shares held of record by Robert L. Nance TTEE for Robert S. Nance Financial Mgt. Trust, of which Mr. Nance is the trustee, 132,700 shares held of record by Mr. Nance's spouse, and 20,093 shares held in joint tenancy with Mr. Nance's spouse.
- (3) Mr. Nance also owns 517,000 shares in his name and indirectly holds 4,000 held of record by Ronan, Inc., a corporation controlled by Mr. Nance, 85,104 shares held of record by Robert L. Nance TTEE for Robert S. Nance Financial Mgt. Trust, of which Mr. Nance is the trustee, and 20,093 shares held in joint tenancy with Mr. Nance's spouse.
- (4) Mr. Nance, 85,104 shares held of record by Robert L. Nance TTEE for Robert S. Nance Financial Mgt. Trust, of which Mr. Nance is the trustee, and 20,093 shares held in joint tenancy with Mr. Nance's spouse.
- (5) The stock option vested in four annual equal installments beginning on December 31, 2000.

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.