

STUMP DARWIN L  
Form 4  
December 20, 2004

**FORM 4**

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

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
STUMP DARWIN L

2. Issuer Name **and** Ticker or Trading  
Symbol  
PETROLEUM DEVELOPMENT  
CORP [PETD]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O PETROLEUM  
DEVELOPMENT CORP, 103 E  
MAIN STREET

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/16/2004

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
CFO

(Street)

BRIDGEPORT, WV 26330

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  
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 Ownership Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	12/16/2004		S		7,400	D \$ 37.75	63,030 D
Common Stock	12/16/2004		S		400	D \$ 37.77	62,630 D
Common Stock	12/16/2004		S		300	D \$ 37.78	62,330 D
Common Stock	12/16/2004		S		300	D \$ 37.81	62,030 D
	12/16/2004		S		100	D \$ 37.86	61,930 D

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Common Stock							
Common Stock	12/16/2004	S	500	D	\$ 37.861	61,430	D
Common Stock	12/16/2004	S	14,530	D	\$ 38.1	46,900	D
Common Stock	12/16/2004	S	500	D	\$ 38.13	46,400	D
Common Stock	12/16/2004	S	200	D	\$ 38.15	46,200	D
Common Stock	12/16/2004	S	500	D	\$ 38.16	45,700	D
Common Stock	12/16/2004	S	800	D	\$ 38.18	44,900	D
Common Stock	12/16/2004	S	1,000	D	\$ 38.181	43,900	D
Common Stock	12/16/2004	S	200	D	\$ 38.25	43,700	D
Common Stock	12/16/2004	S	70	D	\$ 38.27	43,630	D
Common Stock	12/16/2004	S	400	D	\$ 38.29	43,230	D
Common Stock	12/17/2004	S	500	D	\$ 38.25	42,730	D
Common Stock	12/17/2004	S	4,504	D	\$ 38.3	38,226	D
Common Stock	12/17/2004	S	400	D	\$ 38.33	37,826	D
Common Stock	12/17/2004	S	500	D	\$ 38.331	37,326	D
Common Stock	12/17/2004	S	7,300	D	\$ 38.35	30,026	D
Common Stock	12/17/2004	S	200	D	\$ 38.037	29,826	D
Common Stock	12/17/2004	S	500	D	\$ 38.39	29,326	D
Common Stock	12/17/2004	S	500	D	\$ 38.391	28,826	D
Common Stock	12/17/2004	S	3,596	D	\$ 38.45	25,230	D

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Report Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

STUMP DARWIN L  
C/O PETROLEUM DEVELOPMENT CORP  
103 E MAIN STREET  
BRIDGEPORT, WV 26330

CFO

## Signatures

/s/ Darwin L.  
Stump

12/20/2004

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.

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