

SMITH RODGER W JR
Form 4
March 23, 2006

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 *
SMITH RODGER W JR

2. Issuer Name and Ticker or Trading Symbol
CALLON PETROLEUM CO [CPE]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
200 NORTH CANAL STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/21/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Controller/Treasurer

NATCHEZ, MS 391203212

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 Beneficial Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------------|--------|---|--|---|----------------|
| | | | | Code | V | Amount | | | | (A) or (D) |
| Common Stock | 03/21/2006 | 03/21/2006 | M | V | 8,500 | A | \$ 12 | 9,963 | D | |
| Common Stock | 03/21/2006 | 03/21/2006 | F | V | 6,700 (1) | D | \$ 20.01 | 3,263 | D | |
| Common Stock | 03/22/2006 | 03/22/2006 | S | V | 900 | D | \$ 19.95 | 2,363 | D | |
| Common Stock | 03/23/2006 | 03/23/2006 | S | V | 900 | D | \$ 19.95 | 1,463 | D | |
| Common Stock | | | | | | | | 6,980 (2) | I | 401(k) Account |

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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 Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Right to Buy) | \$ 12 | 03/21/2006 | 03/21/2006 | M | V | 8,500 | 02/23/1997 08/23/2006 | Common Stock | 8,500 |
| 2004 Performance Shares | \$ 13.71 | | | | | | 05/05/2005 07/14/2014 | Common Stock | 10,000 |
| Stock Option (Right to Buy) | \$ 9 | | | | | | 09/05/1999 03/05/2009 | Common Stock | 8,000 |
| Stock Option (Right to Buy) | \$ 10.5 | | | | | | 09/23/2000 03/23/2010 | Common Stock | 20,000 |
| Stock Option (Right to Buy) | \$ 4.5 | | | | | | 01/13/2003 07/12/2012 | Common Stock | 1,600 |
| Stock Option (Right to Buy) | \$ 3.7 | | | | | | 02/24/2003 08/23/2012 | Common Stock | 1,080 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SMITH RODGER W JR 200 NORTH CANAL STREET NATCHEZ, MS 391203212 | | | Controller/Treasurer | |

Signatures

By: Robert A. Mayfield as
Attorney-in-fact for

03/23/2006

__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) Represents shares withheld by the issuer to (1) pay federal and state income taxes and (2) payment of stock option exercise price.

The number of shares reported is calculated by dividing the total market value of the reporting person's account balance within the Callon

- (2) Petroleum Company Employee Savings and Protection Plan (401(k) Plan) on the day prior to this Form 4 reporting date by the closing market price per share on that day.

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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