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PETROLEUM & RESOURCES CORP
Form 13F-HR
April 25, 2013

UNITED STATES
SECURITIES & EXCHANGE COMMISSION
Washington, D.C. 20549

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2013

Check here if Amendment [] ; Amendment Number:

This amendment (Check only one.) : [] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Petroleum & Resources Corporation
Address: 7 St. Paul Street, Suite 1140
Baltimore, MD 21202

Form 13F File Number: 28-596

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Christine M. Sloan
Title: Assistant Treasurer
Phone: (410) 752-5900

Signature, Place, and Date of Signing:

/s/ Christine M. Sloan Baltimore, MD April 25, 2013
[Signature] [City, State] [Date]

Report Type (Check only one.):

[X] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

[] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

[] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 48

Form 13F Information Table Value Total: \$783,368
(in thousands)

List of Other Included Managers:

Provide a numbered list of the name (s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

NONE

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (x \$1000)	COLUMN 5 SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	COLUMN 6 INVTMT DISCRETN
ANADARKO PETROLEUM CORP.	COM	032511107	26,235	300,000	SH		SOLE
BAKER HUGHES, INC.	COM	057224107	2,785	60,000	SH		SOLE
CF INDUSTRIES HOLDINGS, INC.	COM	125269100	16,004	84,069	SH		SOLE
CHEVRON CORP.	COM	166764100	98,621	830,000	SH		SOLE
CONOCOPHILLIPS	COM	20825C104	16,527	275,000	SH		SOLE
DEVON ENERGY CORP.	COM	25179M103	8,463	150,000	SH		SOLE
DOW CHEMICAL CO.	COM	260543103	17,512	550,000	SH		SOLE
E.I. DUPONT DE NEMOURS AND CO.	COM	263534109	6,145	125,000	SH		SOLE
EASTMAN CHEMICAL CO.	COM	277432100	11,598	166,000	SH		SOLE
ENERGEN CORP.	COM	29265N108	9,102	175,000	SH		SOLE
EOG RESOURCES, INC.	COM	26875P101	19,851	155,000	SH		SOLE
EQT CORP.	COM	26884L109	9,485	140,000	SH		SOLE
EXXON MOBIL CORP.	COM	30231G102	129,166	1,433,430	SH		SOLE
FMC CORP.	COM	302491303	8,555	150,000	SH		SOLE
FMC TECHNOLOGIES, INC.	COM	30249U101	5,439	100,000	SH		SOLE
FREEPORT-MCMORAN COPPER & GOLD	COM	35671D857	16,120	487,000	SH		SOLE
HALLIBURTON CO.	COM	406216101	17,174	425,000	SH		SOLE
HESS CORP.	COM	42809H107	23,273	325,000	SH		SOLE
HOLLYFRONTIER CORP.	COM	436106108	5,660	110,000	SH		SOLE
KINDER MORGAN INC.	COM	49456B101	9,670	250,000	SH		SOLE
LYONDELLBASELL INDUSTRIES N.V.	SHS-A	N53745100	14,240	225,000	SH		SOLE
MARATHON OIL CORP.	COM	565849106	8,430	250,000	SH		SOLE
MARATHON PETROLEUM CORP.	COM	56585A102	17,024	190,000	SH		SOLE
MIDSTATES PETROLEUM CO., INC.	COM	59804T100	2,138	250,000	SH		SOLE
NABORS INDUSTRIES, LTD.	SHS	G6359F103	5,174	319,000	SH		SOLE
NATIONAL FUEL GAS CO.	COM	636180101	6,135	100,000	SH		SOLE
NATIONAL OILWELL VARCO, INC.	COM	637071101	17,687	250,000	SH		SOLE
NEW JERSEY RESOURCES CORP.	COM	646025106	11,571	258,000	SH		SOLE
NEWFIELD EXPLORATION CO.	COM	651290108	1,794	80,000	SH		SOLE
NOBLE ENERGY, INC.	COM	655044105	21,975	190,000	SH		SOLE
OASIS PETROLEUM, INC.	COM	674215108	5,711	150,000	SH		SOLE

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OCCIDENTAL PETROLEUM CORP.	COM	674599105	32,132	410,000	SH	SOLE
OIL STATES INTERNATIONAL, INC.	COM	678026105	8,157	100,000	SH	SOLE
PEABODY ENERGY CORP.	COM	704549104	4,282	202,440	SH	SOLE
PHILLIPS 66	COM	718546104	24,159	345,275	SH	SOLE
PIONEER NATURAL RESOURCES CO.	COM	723787107	12,425	100,000	SH	SOLE
POTASH CORP OF SASKATCHEWAN	COM	73755L107	9,420	240,000	SH	SOLE
PRAXAIR, INC.	COM	74005P104	16,731	150,000	SH	SOLE
QEP RESOURCES, INC.	COM	74733V100	5,254	165,000	SH	SOLE
ROYAL DUTCH SHELL	SPONS ADR A	780259206	3,317	50,903	SH	SOLE
SCHLUMBERGER LTD.	COM	806857108	46,806	625,000	SH	SOLE
SEADRILL LTD.	SHS	G7945E105	7,442	200,003	SH	SOLE
SOUTHWESTERN ENERGY CO.	COM	845467109	2,049	55,000	SH	SOLE
SPDR GOLD TRUST	GOLD SHS	78463V107	12,356	80,000	SH	SOLE
SPECTRA ENERGY CORP.	COM	847560109	901	29,312	SH	SOLE
TRANSOCEAN LTD.	REG SHS	H8817H100	8,833	170,000	SH	SOLE
WEATHERFORD INT'L. LTD	REG	H27013103	4,856	400,000	SH	SOLE
WILLIAMS COMPANIES, INC.	COM	969457100	14,984	400,000	SH	SOLE
			783,368			

