

BERRY PETROLEUM CO
Form 4
March 26, 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 *
BUSH WILLIAM E JR

(Last) (First) (Middle)

**C/O BERRY PETROLEUM
COMPANY 5201 TRUXTUN**

(Street)

BAKERSFIELD, CA 93309

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BERRY PETROLEUM CO [BRY]

3. Date of Earliest Transaction
(Month/Day/Year)
03/22/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 | (D) | Price |
| Class A Common Stock | | | | | 450 | I | As Custodian for minor grandchildren |
| Class A Common Stock | 03/22/2007 | | S | | 3,000 | D | \$ 29.97 |
| Class A Common Stock | 03/22/2007 | | S | | 3,000 | D | \$ 29.98 |
| Class A Common Stock | 03/22/2007 | | S | | 4,300 | D | \$ 29.81 |

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| | | | | | | | |
|----------------------------|------------|---|--------|---|-------------|---------|---|
| Stock | | | | | | | |
| Class A Common Stock | 03/22/2007 | S | 10,000 | D | \$ 29.86 | 325,896 | D |
| Class A Common Stock | 03/22/2007 | S | 5,000 | D | \$ 29.88 | 320,896 | D |
| Class A Common Stock | 03/22/2007 | S | 5,100 | D | \$ 29.82 | 315,796 | D |
| Class A Common Stock | 03/22/2007 | S | 13,500 | D | \$ 29.8 | 302,296 | D |
| Class A Common Stock | 03/22/2007 | S | 10,000 | D | \$ 29.85 | 292,296 | D |
| Class A Common Stock | 03/22/2007 | S | 10,000 | D | \$ 30 | 282,296 | D |
| Class A Common Stock | 03/22/2007 | S | 5,000 | D | \$ 30.01 | 277,296 | D |
| Class A Common Stock | 03/22/2007 | S | 100 | D | \$ 29.84 | 277,196 | D |
| Class A Common Stock | 03/22/2007 | S | 5,000 | D | \$ 30.1 | 272,196 | D |
| Class A Common Stock | 03/23/2007 | S | 1,000 | D | \$ 30.2 | 271,196 | D |
| Class A Common Stock | 03/23/2007 | S | 4,000 | D | \$ 30.14 | 267,196 | D |
| Class A Common Stock | 03/23/2007 | S | 4,000 | D | \$ 30.12 | 263,196 | D |
| Class A Common Stock | 03/23/2007 | S | 3,000 | D | \$ 30.19 | 260,196 | D |

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

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SEC 1474
(9-02)

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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) | | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|------------------|-----------------|----------------------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Nonstatutory Stock Options | \$ 21.77 | | | | | 12/02/2004 | 12/02/2014 | | | Class A Common Stock | 10,000 |
| Nonstatutory Stock Option | \$ 30.645 | | | | | 12/15/2005 | 12/15/2015 | | | Class A Common Stock | 10,000 |
| Nonstatutory Stock Option | \$ 32.565 | | | | | 12/15/2006 | 12/14/2016 | | | Class A Common Stock | 10,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BUSH WILLIAM E JR C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN BAKERSFIELD, CA 93309 | | | | |

Signatures

Kenneth A Olson under POA for William Bush
Date: 03/26/2007

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).
- 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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