#### BERRY PETROLEUM CO

Form 4 June 13, 2007

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or Form 5

Check this box

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

BUSCH R.	ALPH B III		Symbol BERRY	Y PETRO	LEUM (	CO [E	BRY]	Issuer	1111:	L1.\
	(First)  AY PETROLEUM  Y 5201 TRUXTU			of Earliest T Day/Year) 2007	ransaction			Director Officer (girbelow)		0% Owner Other (specify
BAKERSF	(Street)			endment, D onth/Day/Yea	ŭ	al		6. Individual or Applicable Line) _X_ Form filed by Form filed by Person		Person
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	Secur	ities Ac	quired, Disposed	of, or Benefic	ially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	Code (Instr. 8)	4. Securitor(A) or Di (Instr. 3,	sposed	of (D)	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)
Class A Common Stock								97,750	I	As Co-Trustee of Charitable Trust
Class A Common Stock								128,040	I	As Co-Trustee of Union Bank Trust Shares
Class A Common								7,500	I	Busch Family

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

Estimated average

burden hours per

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Stock								Foundation
Class A Common Stock	06/11/2007	S	200	D	\$ 38.17	144,378	D	
Class A Common Stock	06/11/2007	S	300	D	\$ 38.18	144,078	D	

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

3. Transaction Date 3A. Deemed

1. Title of

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SEC 1474

(9-02)

6. Date Exercisable and Expiration 7. Title and Amoun

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

5.

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transactic Code (Instr. 8)	of	S !	r)	Underlying S (Instr. 3 and	
				Code V	' (A) (D)		Expiration Date	Title	Amor or Numl of Sh
Nonstatutory Stock Options	\$ 7.8438					12/02/2000	12/02/2010	Class A Common Stock	10,0
Nonstatutory Stock Options	\$ 7.725					12/02/2001	12/02/2011	Class A Common Stock	10,0
Nonstatutory Stock Options	\$ 8.07					12/02/2002	12/02/2012	Class A Common Stock	10,0
Nonstatutory Stock Options	\$ 9.61					12/02/2003	12/02/2013	Class A Common Stock	10,0
Nonstatutory Stock Options	\$ 21.77					12/02/2004	12/02/2014	Class A Common Stock	10,0
	\$ 30.645					12/15/2005	12/15/2015		10,0

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Nonstatutory Stock Option			Class A Common Stock	
Phantom Stock Units	\$ 0 (2)	08/08/1988 <u>(3)</u> 08/08/1988 <u>(4)</u>	Class A Common Stock	14,0
Nonstatutory Stock Option	\$ 32.565	12/15/2006 12/14/2016	Class A Common Stock	10,0

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BUSCH RALPH B III C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN BAKERSFIELD, CA 93309

## **Signatures**

Kenneth A Olson under POA for Ralph Busch

06/13/2007

\*\*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)** 1 for 1
- (2) 1 for 1
- (3) Phantom Stock Units acquired under the Company's Non-Employee Director Deferred Compensation Plan in a transaction exempt under Rule 16b-3(c). Shares of Common Stock are issued under terms of the Plan upon resignation from the board of directors.
- (4) Phantom Stock Units acquired under the Company's Non-Employee Director Deferred Compensation Plan in a transaction exempt under Rule 16b-3(c). Shares of Common Stock are issued under terms of the Plan upon resignation from the board of directors.

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.

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