

BERRY PETROLEUM CO  
Form 4  
January 02, 2013

**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 \*  
CRAWFORD GEORGE T

(Last) (First) (Middle)

C/O BERRY PETROLEUM COMPANY, 5201 TRUXTUN AVE.

(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)  
12/31/2012

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)  
Snr VP of CA Production

6. Individual or Joint/Group Filing (Check Applicable Line)  
\_X\_ 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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Class A Common Stock					2,585	D	
Class A Common Stock	12/31/2012		J	V	135 <sup>(5)</sup>	A	\$ 0
					4,363	I	Held in 401(k) Plan

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 Security (Instr. 3 and 4)	8. Amount or Number of Shares
Nonstatutory Stock Option 12-15-05	\$ 30.645					Date Exercisable: 12/15/2006 Expiration Date: 12/15/2015	Class A Common Stock	20
Nonstatutory Stock Option 12-15-06	\$ 32.565					Date Exercisable: 12/15/2007 Expiration Date: 12/14/2016	Class A Common Stock	20
2007 Restricted Stock Unit <sup>(1)</sup>	\$ 0 <sup>(2)</sup>					Date Exercisable: 12/14/2008 <sup>(3)</sup> Expiration Date: 12/13/2017 <sup>(4)</sup>	Class A Common Stock	3,
NSO 2007	\$ 43.61					Date Exercisable: 12/14/2008 Expiration Date: 12/13/2017	Class A Common Stock	14
2008 Restricted Stock Units <sup>(1)</sup>	\$ 0 <sup>(2)</sup>					Date Exercisable: 12/12/2009 <sup>(3)</sup> Expiration Date: 12/11/2018 <sup>(4)</sup>	Class A Common Stock	26
2009 Restricted Stock Units	\$ 0					Date Exercisable: 12/11/2010 Expiration Date: 12/11/2019	Class A Common Stock	19
Perf Based RSUs 3-16-10	\$ 0					Date Exercisable: 12/31/2012 Expiration Date: 12/31/2012	Class A Common Stock	8,
March 2011 Employee RSU Grant	\$ 0					Date Exercisable: 03/02/2012 Expiration Date: 03/02/2021	Class A Common Stock	6,
Non-Statutory Stock Option 3-2-2011 - \$48.50	\$ 48.5					Date Exercisable: 03/02/2012 Expiration Date: 03/02/2021	Class A Common Stock	7,
Perf Based RSU 3-2-2011	\$ 0					Date Exercisable: 12/31/2013 Expiration Date: 03/02/2021	Class A Common	5,

					Stock
March 2, 2012					Class A
Employee	\$ 0	03/02/2013	03/02/2022	Common	5,
RSU Grant				Stock	
Non Statutory				Class A	
Stock Option	\$ 53.02	03/02/2013	03/02/2022	Common	6,
3-2-12				Stock	
Perf Based				Class A	
RSUs 3-2-12	\$ 0	12/31/2014	03/02/2022	Common	5,
				Stock	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CRAWFORD GEORGE T C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN AVE. BAKERSFIELD, CA 93309			Snr VP of CA Production	

## Signatures

Kenneth A Olson under POA for George Crawford  
01/02/2013  
 \*\*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) Each RSU represents a contingent right to receive one share of Berry Petroleum Company Class A Common Stock
- (3) The RSU granted vest 25% per year beginning one year after grant but the receipt of shares are subject to a deferral period which is generally at least four years from grant date as per the deferral election.
- (4) The RSU is subject to a deferral election. Shares of Class A Common Stock will be delivered to the reporting person as per the terms of the deferral election.
- (5) Shares of Common Stock acquired by the reporting person in the Company's 401(k) Plan. All transactions were at market and were non-discretionary.

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.