BERRY PETROLEUM CO

Form 4

November 06, 2007

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287 January 31,

Expires: 2005
Estimated average

burden hours per response... 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * OLSON KENNETH A			2. Issuer Name and Ticker or Trading Symbol BERRY PETROLEUM CO [BRY]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First)	(Middle)	3. Date of	f Earliest Tı	ansaction			(Cho	ск ан аррисаон	·)
C/O BERRY PETROLEUM COMPANY, 5201 TRUXTUN AVE., SUITE 300				(Month/Day/Year) 11/02/2007			Director 10% Owner Officer (give title Other (specify below) Corporate Secretary			
	(Street)			endment, Da	_	ıl		6. Individual or J	oint/Group Filir	ng(Check
			Filed(Mor	nth/Day/Year	·)			Applicable Line) _X_ Form filed by One Reporting Person		
BAKERSFI	ELD, CA 9330	09						Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Tabl	le I - Non-L	erivative	Secur	rities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ar) Execution	emed on Date, if /Day/Year)	3. Transaction Code (Instr. 8)	(Instr. 3,	ispose 4 and (A) or	d 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)	
Class A				Code V	Amount	(D)	Price	(msu. 3 and 4)		
Common Stock	11/02/2007			M	4,860	A	\$ 9.97	9,056	D	
Class A Common Stock	11/02/2007			M	1,000	A	\$ 21.58	10,056	D	
Class A Common Stock	11/02/2007			S	1,000	D	\$ 45.5	9,056	D	
Class A	11/02/2007			S	760	D	\$	8,296	D	

Edgar Filing: BERRY PETROLEUM CO - Form 4

Common Stock					45.35		
Class A Common Stock	11/02/2007	S	100	D	\$ 45.34	8,196	D
Class A Common Stock	11/02/2007	S	100	D	\$ 45.32	8,096	D
Class A Common Stock	11/02/2007	S	500	D	\$ 45.31	7,596	D
Class A Common Stock	11/02/2007	S	100	D	\$ 45.3	7,496	D
Class A Common Stock	11/02/2007	S	200	D	\$ 45.29	7,296	D
Class A Common Stock	11/02/2007	S	500	D	\$ 45.28	6,796	D
Class A Common Stock	11/02/2007	S	100	D	\$ 45.27	6,696	D
Class A Common Stock	11/02/2007	S	2,500	D	\$ 45.25	4,196	D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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)	2 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or

Numbe

(9-02)

									of Shares
Restricted Stock Units	\$ 0 <u>(1)</u>					(2)	(3)	Class A Common Stock	1,050
Restricted Stock Unit (4)	\$ 0 <u>(5)</u>					<u>(6)</u>	<u>(7)</u>	Class A Common Stock	1,200
Nonstatutory Stock Option	\$ 32.565					12/15/2007	12/14/2016	Class A Common Stock	2,000
Restricted Stock Units	\$ 0 (9)					(10)	(11)	Class A Common Stock	1,400
Nonstatutory Stock Option	\$ 9.97	11/02/2007	1	М	4,860	12/05/2004	12/05/2013	Class A Common Stock	4,86
Nonstatutory Stock Option	\$ 21.58	11/02/2007	1	М	1,000	11/23/2005	11/23/2014	Class A Common Stock	1,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
· r	Director	10% Owner	Officer	Other			
OLSON KENNETH A C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN AVE., SUITE 300			Corporate Secretary				
BAKERSFIELD, CA 93309							

Signatures

Reporting Person

Kenneth A
Olson

**Signature of
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) Each RSU represents a contingent right to receive one share of Berry Petroleum Company Class A Common Stock
- (2) The restricted stock units vests in four equal annual installments beginning December 15, 2006. Shares of Class A Common Stock will be delivered to the reporting person at the time of vesting.
- (3) The restricted stock units vests in four equal annual installments beginning December 15, 2006. Shares of Class A Common Stock will be delivered to the reporting person at the time of vesting.

(4) 1 for 1

Reporting Owners 3

Edgar Filing: BERRY PETROLEUM CO - Form 4

- (5) Each RSU represents a contingent right to receive one share of Berry Petroleum Company Class A Common Stock
- (6) Restricted Stock Units vest 100% three years from date of grant. Shares of Class A Common Stock will be delivered to the reporting person at the time of vesting.
- (7) Restricted Stock Units vest 100% three years from date of grant. Shares of Class A Common Stock will be delivered to the reporting person at the time of vesting.
- (**8**) 1 for 1
- (9) Each RSU represents a contingent right to receive one share of Berry Petroleum Company Class A Common Stock
- (10) The restricted stock units vests in four equal annual installments beginning December 15, 2007. Shares of Class A Common Stock will be delivered to the reporting person at the time of vesting.
- (11) The restricted stock units vests in four equal annual installments beginning December 15, 2007. Shares of Class A Common Stock will be delivered to the reporting person at the time of vesting.

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.