### Edgar Filing: BERRY PETROLEUM CO - Form 4

BERRY PET Form 4 January 02, 2	ROLEUM CO									
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB APPROVAL		
								3235-0287		
Check thi if no long subject to Section 10	er STATEM	ENT OF CHAN	F CHANGES IN BENEFICIAL OWNERSHIP OI SECURITIES				Expires: January 31 2005 Estimated average burden hours per			
Form 4 or Form 5 obligation may conti <i>See</i> Instru 1(b).	Filed purs nue. Section 17(a	uant to Section 16 ) of the Public Uti 30(h) of the Inv	ility Hold	ing Com	pany Act o	f 1935 or Sectio	response			
(Print or Type R	esponses)									
1. Name and A Bryant Josep	Symbol	2. Issuer Name <b>and</b> Ticker or Trading Symbol BERRY PETROLEUM CO [BRY]				5. Relationship of Reporting Person(s) to Issuer				
	(First) (M 7 PETROLEUM 5201 TRUXTUN	(Month/Da 12/31/20	-	nsaction		Director Officer (give below)		6) 6 Owner er (specify		
		4. If Amendment, Date Original Filed(Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul>					
BAKERSFI	ELD, CA 93309						More than One Ro			
(City)	(State) (2	Zip) Table	e I - Non-De	erivative S	ecurities Ac	quired, Disposed o	f, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. Transactio Code (Instr. 8)	Disposed	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
			Code V	Amount	or (D) Price	(Instr. 3 and 4)				
Class A Common Stock						0	D			

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

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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. Transacti Code (Instr. 8)		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 Option	\$ 30.645					12/15/2005	12/14/2015	Class A Common Stock	10,000
Nonstatutory Stock Option	\$ 32.565					12/15/2006	12/14/2016	Class A Common Stock	10,000
NSO 2007	\$ 43.61					12/14/2007	12/13/2017	Class A Common Stock	3,956
2007 Restricted Stock Unit	\$ 0					01/01/2008	12/13/2017	Class A Common Stock	1,319
Phantom Stock Units	\$ 0 <u>(1)</u>	12/31/2007		А	394	08/08/1988	08/08/1988	Class A Common Stock	394

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## **Reporting Owners**

# **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) 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.

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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.