BUSCH RALPH B III

Check this box

if no longer

Form 4 June 30, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

Issuer

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

subject to Section 16. Form 4 or

1. Name and Address of Reporting Person *

SECURITIES

Symbol

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

2. Issuer Name and Ticker or Trading

BERRY PETROLEUM CO (BRY)

1(b).

Form 5

obligations

may continue.

See Instruction

(Print or Type Responses)

BUSCH RALPH B III

			3. Date of Earliest Transaction (Month/Day/Year) 06/30/2009		O[BK1]	(Check all applicable)			
	Y PETROLEUM 7, 1999 BROADV	Middle)			Director	Director 10% Owner Officer (give title Other (specify			
DENVER, O	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Applicable Line) _X_ Form filed by One Reporti Form filed by More than O Person		by One Reporting	ng Person					
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Securities A	cquired, Disposed of, or Beneficially Owner		
1.Title of Security (Instr. 3) Class A Common Stock	2. Transaction Date (Month/Day/Year)	2A. Deen Execution any (Month/D	ned n Date, if	3. Transaction Code (Instr. 8)	4. Securi	ties (A) or 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							90,000	I	As Co-Trustee of Charitable Trust
Class A Common Stock							125,665	I	As Co-Trustee of Union Bank Trust

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			Snares
Class A Common Stock	7,000	I	Busch Family Foundation
Class A Common Stock	10,432	I	As Custodian for Minor Children
Reminder: Report on a separate line for each class of securities bene	ficially owned directly or indirectly.		
	Persons who respond to the co	ollection of	SEC 1474

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

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)	onof Derivative	6. Date Exercisab Date (Month/Day/Year		7. Title and Amor Underlying Secur (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Am or Nu of S
Nonstatutory Stock Options 12-2-2000	\$ 7.8438					12/02/2000	12/02/2010	Class A Common Stock	10
Nonstatutory Stock Options 12-2-01	\$ 7.725					12/02/2001	12/02/2011	Class A Common Stock	10
Nonstatutory Stock Options 12-2-02	\$ 8.07					12/02/2002	12/02/2012	Class A Common Stock	10
Nonstatutory Stock Options 12-2-03	\$ 9.61					12/02/2003	12/02/2013	Class A Common Stock	10
	\$ 21.77					12/02/2004	12/02/2014		10

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Nonstatutory Stock Options 12-2-04							Class A Common Stock	
Nonstatutory Stock Option 12-15-05	\$ 30.645				12/15/2005	12/15/2015	Class A Common Stock	10
Nonstatutory Stock Option 12-15-06	\$ 32.565				12/15/2006	12/14/2016	Class A Common Stock	10
2007 Restricted Stock Unit (1)	\$ 0				01/01/2008(2)	12/13/2017(3)	Class A Common Stock	1,
NSO 2007	\$ 43.61				12/14/2007	12/13/2017	Class A Common Stock	3,
Phantom Stock Units	\$ 0 (4)	06/30/2009	A	745	08/08/1988	08/08/1988	Class A Common Stock	34

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	

BUSCH RALPH B III C/O BERRY PETROLEUM COMPANY 1999 BROADWAY, SUITE 3700 DENVER, CO 80202

Signatures

Kenneth A Olson under POA for Ralph
Busch
06/30/2009

**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) The RSU granted is 100% vested at the date of grant but the receipt of shares are subject to a deferral period which is generally at least four years from the grant date as per the deferral election.
- (3) 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.
- (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.

Reporting Owners 3

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