BERRY PETROLEUM CO

Form 4

November 08, 2007

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL

OMB Number: 3235-0287 January 31,

Expires: 2005
Estimated average

burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

Check this box if no longer

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

2. Issuer Name and Ticker or Trading

Washington, D.C. 20549

Form 5 obligations may continue. See Instruction

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 *

CRAWFOR	D GEORGE T		Symbol BERRY	PETRO	OLI	EUM C	O [B]	RY]	Issuer (Che	ck all applicable	e)	
(Last)	(First)	(Middle)	3. Date of (Month/D	ay/Year)	Tran	nsaction			Director	10%	Owner	
	Y PETROLEU 5201 TRUXT		11/06/20	007					Officer (give below)	below) of CA Production	er (specify	
DAVEDCE	(Street) ELD, CA 9330	20	4. If Amer Filed(Mon			e Original			6. Individual or J Applicable Line) _X_ Form filed by Form filed by	One Reporting Pe	erson	
									Person			
(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Ye	ar) Execution	emed on Date, if /Day/Year)	3. Transact Code (Instr. 8)	tion(4. Securiti (A) or Dis (Instr. 3, 4)	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Class A Common Stock				Code '	V	Amount	(D)	Price	(Instr. 3 and 4) 2,333	I	Held in 401(k) Plan	
Class A Common Stock	11/06/2007			M		18,605	A	\$ 8.15	18,605	D		
Class A Common Stock	11/06/2007			M		16,400	D	\$ 46.5	2,205	D		
Class A Common	11/06/2007			M	2	2,205	D	\$ 47	0	D		

Edgar Filing: BERRY PETROLEUM CO - Form 4

Stock

Class A Common Stock	11/07/2007	M	17,795	A	\$ 8.15	17,795	D
Class A Common Stock	11/07/2007	M	17,795	D	\$ 47	0	D

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

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

SEC 1474

(9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transactio Code (Instr. 8)	onDeriva Securi Acqui	rities ired (A) sposed of . 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Nonstatutory Stock Option	\$ 8.25						12/06/2003	12/06/2012	Class A Common Stock	30,0
Nonstatutory Stock Option	\$ 9.97						12/05/2004	12/05/2013	Class A Common Stock	40,0
Nonstatutory Stock Option	\$ 21.58						11/23/2005	11/23/2014	Class A Common Stock	40,0
Nonstatutory Stock Option	\$ 30.645						12/15/2006	12/15/2015	Class A Common Stock	20,0
Restricted Stock Units	\$ 0 (1)						<u>(2)</u>	(3)	Class A Common Stock	3,7
Nonstatutory Stock Option	\$ 32.565						12/15/2007	12/14/2016	Class A Common Stock	20,0

Edgar Filing: BERRY PETROLEUM CO - Form 4

Restricted Stock Units	\$ 0 (4)				<u>(5)</u>	<u>(6)</u>	Class A Common Stock	6,0
Nonstatutory Stock Option	\$ 8.15	11/06/2007	M <u>(7)</u>	18,605	12/07/2002	12/07/2011	Class A Common Stock	18,6
Nonstatutory Stock Option	\$ 8.15	11/07/2007	M(8)	17,795	12/07/2002	12/07/2011	Class A Common Stock	17,7

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

CRAWFORD GEORGE T C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN BAKERSFIELD, CA 93309

VP of CA Production

Signatures

Kenneth A Olson under POA for George Crawford 11/08/2007

**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) 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) Each RSU represents a contingent right to receive one share of Berry Petroleum Company Class A Common Stock
- (5) 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.
- (6) 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.
- (7) Exercise of Stock Options under the Company's equity plans in a transaction exempt under Rule 16b.
- (8) Exercise of Stock Options under the Company's equity plans in a transaction exempt under Rule 16b.

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.

Reporting Owners 3