

BERRY PETROLEUM CO  
Form 4  
November 30, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
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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 \*  
BUSCH RALPH B III

(Last) (First) (Middle)

C/O BERRY PETROLEUM  
COMPANY 5201 TRUXTUN

(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)  
10/31/2007

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)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Class A Common Stock					144,078	D	
Class A Common Stock					90,000	I	As Co-Trustee of Charitable Trust
Class A Common Stock					7,500	I	Busch Family Foundation

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Class A Common Stock	10/31/2007		S	100	D	\$ 48.4962	127,165	I	As Co-Trustee of Union Bank Trust Shares
Class A Common Stock	11/01/2007		S	100	D	\$ 45.9275	127,065	I	As Co-Trustee of Union Bank Trust Shares
Class A Common Stock	11/02/2007		S	100	D	\$ 45.75	126,965	I	As Co-Trustee of Union Bank Trust Shares
Class A Common Stock	11/06/2007		S	100	D	\$ 46.9	126,865	I	As Co-Trustee of Union Bank Trust Shares
Class A Common Stock	11/06/2007		S	100	D	\$ 46.7081	126,765	I	As Co-Trustee of Union Bank Trust Shares
Class A Common Stock	11/07/2007		S	100	D	\$ 47	126,665	I	As Co-Trustee of Union Bank Trust Shares

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)

**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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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(Instr. 3,  
4, and 5)

		Date Exercisable	Expiration Date	Title	Amo
					or Num of Sh
	Code	V	(A)	(D)	
Nonstatutory Stock Options	\$ 7.8438	12/02/2000	12/02/2010	Class A Common Stock	10,0
Nonstatutory Stock Options	\$ 7.725	12/02/2001	12/02/2011	Class A Common Stock	10,0
Nonstatutory Stock Options	\$ 8.07	12/02/2002	12/02/2012	Class A Common Stock	10,0
Nonstatutory Stock Options	\$ 9.61	12/02/2003	12/02/2013	Class A Common Stock	10,0
Nonstatutory Stock Options	\$ 21.77	12/02/2004	12/02/2014	Class A Common Stock	10,0
Nonstatutory Stock Option	\$ 30.645	12/15/2005	12/15/2015	Class A Common Stock	10,0
Phantom Stock Units <u>(1)</u>	\$ 0 <u>(2)</u>	08/08/1988 <sup>(3)</sup>	08/08/1988 <sup>(4)</sup>	Class A Common Stock	14,0
Nonstatutory Stock Option	\$ 32.565	12/15/2006	12/14/2016	Class A Common Stock	10,0

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director   10% Owner   Officer   Other

BUSCH RALPH B III  
C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN  
BAKERSFIELD, CA 93309

## Signatures

Kenneth A Olson under POA for Ralph  
Busch

11/30/2007

    \*\*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) 1 for 1
- (2) 1 for 1
- (3) 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.
- (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.
- (5) 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.

### Remarks:

This Form 4 is being filed late to report the sale of shares over 5 days that Mr. Busch has indirect ownership on his Form 4 but does not control.

Mr. Busch was not notified in a timely manner that these sales had taken place.

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.