BERRY PETROLEUM CO

Form 4

December 19, 2007

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

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

Check this box

if no longer

Section 16.

Form 4 or

subject to

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]

3 Date of Earliest Transaction

Symbol

(Middle)

1(b).

(Last)

(Print or Type Responses)

JAMIESON THOMAS J

1. Name and Address of Reporting Person *

(First)

COMPANY	Y PETROLEUM Y 5201 TRUXTUI (Street) (ELD, CA 93309	(Month/ 12/14/ N 4. If An	Day/Year) 2007 dendment, Date Original onth/Day/Year)	Director 10% Owner Officer (give title Other (specify below) 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip) Tal	ole I - Non-Derivative Securities A	cquired, Dispose	d of, or Benefic	cially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common Stock				33,800	I	Owned by corporation
Class A Common Stock				28,000	D	
Class A Common Stock				25,000	I	Owned by partnership
Class A Common				26,000	I	Owned by Trust

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Stock

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

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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)	ono S A (A C (I (I	. Numl f Deriv fecuritiacquire Acquire A) or Dispose D) Instr. 3 nd 5)	vative es ed		ole and Expiration	7. Title and A Underlying So (Instr. 3 and 4
				Code V		(A)	(D)	Date Exercisable	Expiration Date	Title
Nonstatutory Stock Option	\$ 6.3125							12/02/1998	12/02/2008	Class A Common Stock
Nonstatutory Stock Options	\$ 7.0312							12/02/1999	12/02/2009	Class A Common Stock
Nonstatutory Stock Options	\$ 7.8438							12/02/2000	12/02/2010	Class A Common Stock
Nonstatutory Stock Options	\$ 7.725							12/02/2001	12/02/2011	Class A Common Stock
Nonstatutory Stock Options	\$ 8.07							12/02/2002	12/02/2012	Class A Common Stock
Nonstatutory Stock Options	\$ 9.61							12/02/2003	12/02/2013	Class A Common Stock
Nonstatutory Stock Options	\$ 21.77							12/02/2004	12/02/2014	Class A Common Stock
Nonstatutory Stock Option	\$ 30.645							12/15/2005	12/15/2015	Class A Common Stock

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Phantom Stock Units	\$ 0 (2)					08/08/1988(3)	08/08/1988(4)	Class A Common Stock
Nonstatutory Stock Option	\$ 32.565					12/15/2006	12/14/2016	Class A Common Stock
2007 Restricted Stock Unit (5)	\$ 0 (6)	12/14/2007	12/18/2007	A <u>(7)</u>	1,319	01/01/2008(8)	12/13/2017(9)	Class A Common Stock
NSO 2007	\$ 43.61	12/14/2007	12/18/2007	A(10)	3,956	12/14/2007	12/13/2017	Class A Common

Reporting Owners

Relationships Reporting Owner Name / Address 10% Owner Officer Other

Director

JAMIESON THOMAS J C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN BAKERSFIELD, CA 93309

Signatures

Kenneth A Olson under POA for Thomas

Jamieson 12/19/2007

> **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
- 1 for 1 **(2)**
- Phantom Stock Units acquired under the Company's Non-Employee Director Deferred Compensation Plan in a transaction exempt under (3) Rule 16b-3(c). Shares of Common Stock are issued under terms of the Plan upon resignation from the board of directors.
- Phantom Stock Units acquired under the Company's Non-Employee Director Deferred Compensation Plan in a transaction exempt under **(4)** Rule 16b-3(c). Shares of Common Stock are issued under terms of the Plan upon resignation from the board of directors.
- **(5)** 1 for 1
- **(6)** Each RSU represents a contingent right to receive one share of Berry Petroleum Company Class A Common Stock
- 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 **(7)** four years from the grant date as per the deferral election.
- 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 (8) four years from the grant date as per the deferral election.
- 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 (9)the deferral election.
- Grant of Non-statutory stock option under the Company's 2005 Equity Incentive Plan in a transaction exempt under Rule 16b-3(c). (10)Options are 100% vested on date of grant.

Reporting Owners 3

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(11) Grant of Non-statutory stock option under the Company's 2005 Equity Incentive Plan in a transaction exempt under Rule 16b-3(c). Options are 100% vested on date of grant.

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.