Wilson Steven Form 4 June 19, 2009

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** 

**OMB** Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average

burden hours per

response...

subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Wilson Stev	ven		Symbol	Y PETRO	I FIIM (	70 II	QDV1	Issuer		
(Last)	(First)	(Middle)				Մ [1	OK I J	(C	heck all application	able)
C/O BERRY PETROLEUM COMPANY, 1999 BROADWAY, SUITE 3700			3. Date of Earliest Transaction (Month/Day/Year) 06/10/2009					Director 10% Owner Officer (give title Other (specify below) Treasurer		
DENVER	(Street)			endment, Da nth/Day/Year	_	ıl		Applicable Line _X_ Form filed	or Joint/Group F  by One Reporting  by More than One	g Person
DENVER,	CO 80202							Person	by whole than one	Reporting
(City)	(State)	(Zip)	Tab	le I - Non-E	Derivative	Secui	rities A	cquired, Dispose	d of, or Benefi	cially Owned
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	) Execution any	med n Date, if Day/Year)	3. Transaction Code (Instr. 8)	Disposed (Instr. 3,	l (A) c l 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								6,042	D	
Class A Common Stock	06/10/2009			<u>J(1)</u>	129	A	\$0	1,988	I	Held in the Participant's 401k Account
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.										

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SEC 1474

(9-02)

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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. Transactio Code (Instr. 8)	5. Number on Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Secu (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Ai or Ni of
Nonstatutory Stock Option 11-23-04	\$ 21.58					11/23/2005	09/10/2009	Class A Common Stock	10
NSO 10-16-03 \$9.315	\$ 9.315					10/16/2004	09/10/2009	Class A Common Stock	5
2008 Restricted Stock Units	\$ 0	06/10/2009		E(2)	6,667 (3)	12/12/2009	06/10/2009(4)	Class A Common Stock	$\epsilon$
2005 Restricted Stock Units	\$ 0	06/10/2009		E(5)	400 (6)	12/15/2006	06/10/2009(7)	Class A Common Stock	
2006 Restricted Stock Units	\$ 0	06/10/2009		E(8)	1,000 (9)	12/15/2007	06/10/2009(10)	Class A Common Stock	1
2007 Restricted Stock Unit	\$ 0	06/10/2009		<u>E(11)</u>	860 (12)	01/01/2008	02/10/2010	Class A Common Stock	1
Nonstatutory Stock Option 12-15-05	\$ 30.645	06/10/2009		E(13)	1,000 (14)	12/15/2006	02/10/2010	Class A Common Stock	4
Nonstatutory Stock Option 12-15-06	\$ 32.565	06/10/2009		E(15)	2,000 (16)	12/15/2007	02/10/2010	Class A Common Stock	4
NSO 2007	\$ 43.61	06/10/2009		E(17)	2,580 (18)	12/14/2008	02/10/2010	Class A Common Stock	3

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#### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Wilson Steven C/O BERRY PETROLEUM COMPANY 1999 BROADWAY, SUITE 3700 DENVER, CO 80202

Treasurer

#### **Signatures**

Kenneth A. Olson under POA for Steve B. Wilson

06/19/2009

\*\*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) Shares of Common Stock acquired by the reporting person in the Company's 401(k) Plan. All transactions were at market and were non-discretionary.
- (2) Expiration of unvested options and restricted stock units upon termination of employment.
- (3) Expiration of unvested options and restricted stock units upon termination of employment.
- (4) Expiration of unvested options and restricted stock units upon termination of employment.
- (5) Expiration of unvested options and restricted stock units upon termination of employment.
- (6) Expiration of unvested options and restricted stock units upon termination of employment.
- (7) Expiration of unvested options and restricted stock units upon termination of employment.
- (8) Expiration of unvested options and restricted stock units upon termination of employment.
- (9) Expiration of unvested options and restricted stock units upon termination of employment.
- (10) Expiration of unvested options and restricted stock units upon termination of employment.
- (11) Expiration of unvested options and restricted stock units upon termination of employment.
- (12) Expiration of unvested options and restricted stock units upon termination of employment.
- (13) Expiration of unvested options and restricted stock units upon termination of employment.
- (14) Expiration of unvested options and restricted stock units upon termination of employment.
- (15) Expiration of unvested options and restricted stock units upon termination of employment.
- (16) Expiration of unvested options and restricted stock units upon termination of employment.
- (17) Expiration of unvested options and restricted stock units upon termination of employment.
- (18) Expiration of unvested options and restricted stock units upon termination of employment.

#### **Remarks:**

Mr. Wilson's employment as the Company's Treasurer ended on June 10, 2009. His unvested options and RSUs were cancelled effective on that date. The vested options can be exercised until the dates shown.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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