

Edgar Filing: BERRY PETROLEUM CO - Form 4

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)	5. Number of 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 Amount of Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Nonstatutory Stock Option	\$ 9.97					12/05/2004 12/05/2013	Class A Common Stock	25,000	
Nonstatutory Stock Option	\$ 21.58					11/23/2005 11/23/2014	Class A Common Stock	70,000	
Nonstatutory Stock Option	\$ 30.645					12/15/2006 12/15/2015	Class A Common Stock	40,000	
Nonstatutory Stock Option	\$ 32.565					12/15/2007 12/14/2016	Class A Common Stock	40,000	
2005 Restricted Stock Units <u>(4)</u>	\$ 0 <u>(5)</u>	12/14/2007		M <u>(6)</u>	2,500	<u>(7)</u> <u>(8)</u>	Class A Common Stock	2,500	
2006 Restricted Stock Units <u>(9)</u>	\$ 0 <u>(10)</u>	12/14/2007		M <u>(11)</u>	2,500	<u>(12)</u> <u>(13)</u>	Class A Common Stock	2,500	

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director 10% Owner Officer

Other

GOEHRING RALPH J
 C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN
 BAKERSFIELD, CA 93309

Executive VP and CFO

Signatures

Kenneth A Olson under POA for Ralph
 Goehring

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) Vested shares issued pursuant to Rule 16b-3 plan.
- (2) Vested shares issued pursuant to Rule 16b-3 plan.
- (3) 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.
- (4) 1 for 1
- (5) Each RSU represents a contingent right to receive one share of Berry Petroleum Company Class A Common Stock
- (6) Vesting of 25% of RSUs granted 12-15-2005
- (7) 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.
- (8) 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.
- (9) 1 for 1
- (10) Each RSU represents a contingent right to receive one share of Berry Petroleum Company Class A Common Stock
- (11) Vesting of 25% of RSUs granted 12-15-2006
- (12) 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.
- (13) 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.
- (14) Shares withheld incident to vesting of RSUs for the payment of tax liability issued in accordance with Rule 16b-3.

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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