

BERRY PETROLEUM CO  
Form 4  
December 19, 2013

**FORM 4**

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

OMB APPROVAL

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**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 \*  
**CROPPER STEVE**

(Last) (First) (Middle)

**C/O BERRY PETROLEUM COMPANY, 1999 BROADWAY, SUITE 3700**

(Street)

**DENVER, CO 80202**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**BERRY PETROLEUM CO [BRY]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**12/16/2013**

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 Ownership (Instr. 4)
			Code	V	Amount (D) Price		
Class A Common Stock	12/16/2013		D		15,000 (3)	D	
					\$ 0 0		

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)**

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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 Underlying Security (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
RSU 12-16-2013	\$ 0	12/16/2013		M		2,479 <u>(1)</u>		12/16/2013	12/31/2013	Class A Common Stock
Phantom Stock Units	\$ 0	12/16/2013		A		18 <u>(2)</u>		08/08/1988	08/08/1988	Class A Common Stock
2007 Restricted Stock Unit	\$ 0	12/16/2013		D		1,319 <u>(4)</u>		01/01/2008	12/13/2017	Class A Common Stock
March 2 2012 Director RSU Grant	\$ 0	12/16/2013		D		2,231 <u>(4)</u>		03/02/2012	03/02/2022	Class A Common Stock
March 2011 Director RSU	\$ 0	12/16/2013		D		2,499 <u>(4)</u>		03/02/2011	03/02/2021	Class A Common Stock
March 4, 2013 Director RSU Grant	\$ 0	12/16/2013		D		2,629 <u>(4)</u>		03/04/2013	03/04/2023	Class A Common Stock
Nonstatutory Stock Option 12-15-05	\$ 30.645	12/16/2013		D		10,000 <u>(5)</u>		12/15/2005	12/15/2015	Class A Common Stock
Nonstatutory Stock Option 12-15-06	\$ 32.565	12/16/2013		D		10,000 <u>(5)</u>		12/15/2006	12/14/2016	Class A Common Stock
Nonstatutory Stock Options 12-2-04	\$ 21.77	12/16/2013		D		10,000 <u>(5)</u>		12/02/2004	12/02/2014	Class A Common Stock
NSO 2007	\$ 43.61	12/16/2013		D		3,956 <u>(5)</u>		12/14/2007	12/13/2017	Class A Common Stock
Phantom Stock Units	\$ 0	12/16/2013		D		3,731 <u>(6)</u>		08/08/1988	08/08/1988	Class A Common Stock

