

BERRY PETROLEUM CO  
Form 4  
December 19, 2007

**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 \*  
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)  
12/14/2007

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)  
\_X\_ 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)        |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| Class A Common Stock            |                                      |  |                                | (A) or (D)  | 144,078   | D  |  |
| Class A Common Stock            |                                      |  |                                | (A) or (D)  | 90,000  | I  | As Co-Trustee of Charitable Trust        |
| Class A Common Stock            |                                      |  |                                | (A) or (D)  | 126,665   | I  | As Co-Trustee of Union Bank Trust Shares |

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|                            |       |   |                               |
|----------------------------|-------|---|-------------------------------|
| Class A<br>Common<br>Stock | 7,500 | I | Busch<br>Family<br>Foundation |
|----------------------------|-------|---|-------------------------------|

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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and Expiration<br>Date<br>(Month/Day/Year) | 7. Title and<br>Underlying S<br>(Instr. 3 and 4) |                  |                 |                            |
|---|---|---|---|---|---|--|--|------------------|-----------------|----------------------------|
|   |   |   |   | Code                                    | V   | (A)  | (D)  | Date Exercisable | Expiration Date | Title                      |
| Nonstatutory<br>Stock<br>Options                    | \$ 7.8438   |   |   |   |   | 12/02/2000   | 12/02/2010                                       |                  |                 | Class A<br>Common<br>Stock |
| Nonstatutory<br>Stock<br>Options                    | \$ 7.725  |   |   |   |   | 12/02/2001   | 12/02/2011                                       |                  |                 | Class A<br>Common<br>Stock |
| Nonstatutory<br>Stock<br>Options                    | \$ 8.07   |   |   |   |   | 12/02/2002   | 12/02/2012                                       |                  |                 | Class A<br>Common<br>Stock |
| Nonstatutory<br>Stock<br>Options                    | \$ 9.61   |   |   |   |   | 12/02/2003   | 12/02/2013                                       |                  |                 | Class A<br>Common<br>Stock |
| Nonstatutory<br>Stock<br>Options                    | \$ 21.77  |   |   |   |   | 12/02/2004   | 12/02/2014                                       |                  |                 | Class A<br>Common<br>Stock |
| Nonstatutory<br>Stock Option                        | \$ 30.645   |   |   |   |   | 12/15/2005   | 12/15/2015                                       |                  |                 | Class A<br>Common<br>Stock |
| Phantom<br>Stock Units<br><u>(1)</u>                | \$ 0 <sup>(2)</sup>   |   |   |   |   | 08/08/1988 <sup>(3)</sup>                                      | 08/08/1988 <sup>(4)</sup>                        |                  |                 | Class A<br>Common<br>Stock |
|   | \$ 32.565   |   |   |   |   | 12/15/2006   | 12/14/2016                                       |                  |                 |                            |



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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.  
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