BUSCH RALPH B III

Form 4

February 18, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

January 31, 2005

0.5

Estimated average

burden hours per

response...

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See Instruction

1. Name and Address of Reporting Person *

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

2. Issuer Name and Ticker or Trading

BERRY PETROLEUM CO [BRY]

30(h) of the Investment Company Act of 1940

Symbol

1(b).

(Print or Type Responses)

BUSCH RALPH B III

				(C)	песк ан арриса	ibie)	
(Last)	(First) (I	Middle) 3. Date	of Earliest Transaction				
		(Month)	Day/Year)	Director		10% Owner	
C/O BERR	Y PETROLEUM		•	Officer (g	give title(Other (specify	
		O = , 1,,	2010	below)	below)		
	Y, 1999 BROADV	WAI,					
SUITE 370)()						
	(Ctmaat)	4 TC A	1	6 1 11 11 1	I : 4/C F	"1" (CI 1	
	(Street)		endment, Date Original	6. Individual or Joint/Group Filing(Check			
		Filed(M	onth/Day/Year)	Applicable Line)			
					by One Reporting		
DENVER,	CO 80202			Form filed by More than One Reporting			
,				Person			
(City)	(State)	(Zip) Tal	ala I. Nan Danivativa Cassuitias A	aguinad Dianaga	d of on Donoffi	staller Oremad	
` •		· · · · Ia	ole I - Non-Derivative Securities A	cquirea, Disposec	i oi, or belieff	ciany Owned	
1.Title of	2. Transaction Date	e 2A. Deemed	3. 4. Securities	5. Amount of	6.	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if	TransactionAcquired (A) or	Securities	Ownership	Indirect	
(Instr. 3)	` ,	any	Code Disposed of (D)	Beneficially	Form: Direct	Beneficial	
,		(Month/Day/Year)	*	Owned	(D) or	Ownership	
		, , , , , , , , , , , , , , , , , , , ,	(, (, ,,,	Following	Indirect (I)	(Instr. 4)	
				Reported	(Instr. 4)	(======================================	
			(A)	Transaction(s)	(1115111 1)		
			or	(Instr. 3 and 4)			
			Code V Amount (D) Price	c (msu. 5 and 1)			
Class A							
Common				143,528	D		
				143,320	D		
Stock							
						As	
Class A						Co-Trustee	
Common				80,000	I		
Stock						of Charitable	
Stock						Trust	
Class A				124,665	I	As	
Common						Co-Trustee	
Stock						of Union	
Stock							
						Bank Trust	

Edgar Filing: BUSCH RALPH B III - Form 4

,	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		
Reminder: Report on a separate line for each class of securities bene	eficially owned directly or indirectly.		
Class A Common Stock	10,432	I	As Custodian for Minor Children
Class A Common Stock	6,000	I	Busch Family Foundation
			Shares

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

number.

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)	Code	5. Number on f 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 An Underlying Sec (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title o
Nonstatutory Stock Options 12-2-2000	\$ 7.8438					12/02/2000	12/02/2010	Class A Common Stock
Nonstatutory Stock Options 12-2-01	\$ 7.725					12/02/2001	12/02/2011	Class A Common Stock
Nonstatutory Stock Options 12-2-02	\$ 8.07					12/02/2002	12/02/2012	Class A Common Stock
Nonstatutory Stock Options 12-2-03	\$ 9.61					12/02/2003	12/02/2013	Class A Common Stock
Nonstatutory	\$ 21.77					12/02/2004	12/02/2014	Class A

Edgar Filing: BUSCH RALPH B III - Form 4

Stock Options 12-2-04							Common Stock
Nonstatutory Stock Option 12-15-05	\$ 30.645				12/15/2005	12/15/2015	Class A Common Stock
Nonstatutory Stock Option 12-15-06	\$ 32.565				12/15/2006	12/14/2016	Class A Common Stock
2007 Restricted Stock Unit (1)	\$ 0				01/01/2008(2)	12/13/2017(3)	Class A Common Stock
NSO 2007	\$ 43.61				12/14/2007	12/13/2017	Class A Common Stock
Phantom Stock Units	\$ 0 (4)	02/17/2010	A	3,511 (5)	08/08/1988	08/08/1988	Class A Common Stock

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

BUSCH RALPH B III C/O BERRY PETROLEUM COMPANY 1999 BROADWAY, SUITE 3700 DENVER, CO 80202

Signatures

Kenneth A Olson under POA for Ralph Busch 02/18/2010

**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
- (2) 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 four years from the grant date as per the deferral election.
- (3) 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 the deferral election.
- (4) Phantom Stock Units acquired under the Company's Non-Employee Director Deferred Compensation Plan in a transaction exempt under Rule 16b-3(c). Shares of Common Stock are issued under terms of the Plan upon resignation from the board of directors.
- (5) Phantom Stock Units acquired under the Company's Non-Employee Director Deferred Compensation Plan in a transaction exempt under Rule 16b-3(c). Shares of Common Stock are issued under terms of the Plan upon resignation from the board of directors.

Reporting Owners 3

Edgar Filing: BUSCH RALPH B III - Form 4

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.