

BERRY PETROLEUM CO
Form 4
June 30, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
CRAWFORD GEORGE T

(Last) (First) (Middle)

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

C/O BERRY PETROLEUM COMPANY, 5201 TRUXTUN AVE.

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/30/2011

____ Director
____ Officer (give title below) _____ 10% Owner
____ Other (specify below)
Snr VP of CA Production

BAKERSFIELD, CA 93309

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| Class A Common Stock | | | | | 3,996 | I | Held in 401(k) Plan |
| Class A Common Stock | 06/30/2011 | | M | | 20,000 (5) | A | \$ 0 |
| Class A Common Stock | 06/30/2011 | | S | | 6,732 | D | \$ 53 |
| Class A Common Stock | 06/30/2011 | | S | | 2,000 | D | \$ 53.0033 |

Edgar Filing: BERRY PETROLEUM CO - Form 4

| | | | | | | | |
|----------------------------|------------|---|-------|---|---------------|--------|---|
| Stock | | | | | | | |
| Class A Common Stock | 06/30/2011 | S | 100 | D | \$ 53.005 | 13,137 | D |
| Class A Common Stock | 06/30/2011 | S | 700 | D | \$ 53.01 | 12,437 | D |
| Class A Common Stock | 06/30/2011 | S | 700 | D | \$ 53.02 | 11,737 | D |
| Class A Common Stock | 06/30/2011 | S | 200 | D | \$ 53.025 | 11,537 | D |
| Class A Common Stock | 06/30/2011 | S | 700 | D | \$ 53.0364 | 10,837 | D |
| Class A Common Stock | 06/30/2011 | S | 300 | D | \$ 53.0383 | 10,537 | D |
| Class A Common Stock | 06/30/2011 | S | 300 | D | \$ 53.04 | 10,237 | D |
| Class A Common Stock | 06/30/2011 | S | 101 | D | \$ 53.05 | 10,136 | D |
| Class A Common Stock | 06/30/2011 | S | 200 | D | \$ 53.0575 | 9,936 | D |
| Class A Common Stock | 06/30/2011 | S | 200 | D | \$ 53.0625 | 9,736 | D |
| Class A Common Stock | 06/30/2011 | S | 200 | D | \$ 53.07 | 9,536 | D |
| Class A Common Stock | 06/30/2011 | S | 600 | D | \$ 53.08 | 8,936 | D |
| Class A Common Stock | 06/30/2011 | S | 5,068 | D | \$ 53.0815 | 3,868 | D |
| Class A Common Stock | 06/30/2011 | S | 699 | D | \$ 53.1 | 3,169 | D |

Edgar Filing: BERRY PETROLEUM CO - Form 4

Class A
Common Stock 06/30/2011 S 1,200 D \$ 53.115 1,969 D

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)

| 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 (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title |
| Nonstatutory Stock Option 11-23-04 | \$ 21.58 | | | | | 11/23/2005 11/23/2014 | Class A Common Stock |
| Nonstatutory Stock Option 12-15-05 | \$ 30.645 | | | | | 12/15/2006 12/15/2015 | Class A Common Stock |
| Nonstatutory Stock Option 12-15-06 | \$ 32.565 | | | | | 12/15/2007 12/14/2016 | Class A Common Stock |
| 2007 Restricted Stock Unit ⁽¹⁾ | \$ 0 ⁽²⁾ | | | | | 12/14/2008 ⁽³⁾ 12/13/2017 ⁽⁴⁾ | Class A Common Stock |
| NSO 2007 | \$ 43.61 | | | | | 12/14/2008 12/13/2017 | Class A Common Stock |
| 2008 Restricted Stock Units ⁽¹⁾ | \$ 0 ⁽²⁾ | | | | | 12/12/2009 ⁽³⁾ 12/11/2018 ⁽⁴⁾ | Class A Common Stock |
| 2009 Restricted Stock Units | \$ 0 | | | | | 12/11/2010 12/11/2019 | Class A Common Stock |
| Perf Based RSUs 3-16-10 | \$ 0 | | | | | 12/31/2012 12/31/2012 | Class A Common |

