HAGG JOHN A Form 4 June 16, 2005

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:

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OMB APPROVAL

subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

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(b).

(Last)

1. Name and Address of Reporting Person * HAGG JOHN A

2. Issuer Name and Ticker or Trading Symbol

BERRY PETROLEUM CO [BRY]

5. Relationship of Reporting Person(s) to

Issuer

(First)

(Street)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year) 06/14/2005

_X__ Director 10% Owner

(Check all applicable)

_ Other (specify Officer (give title

C/O BERRY PETROLEUM COMPANY, 5201 TRUXTUN AVE., SUITE 300

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

BAKERSFIELD, CA 93309

(City)	(State)	(Zip) Tabl	le I - Non-E	Derivative S	Securi	ties Acqu	ired, Disposed of	, or Beneficial	y 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. Securit on(A) or Dis (Instr. 3,	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Class A Common Stock	06/14/2005		M(5)	5,000	A	\$ 15.69	8,001	D	
Class A Common Stock	06/14/2005		M <u>(5)</u>	5,000	A	\$ 15.45	13,001	D	
Class A Common Stock	06/14/2005		M(5)	5,000	A	\$ 16.14	18,001	D	
Class A	06/14/2005		M(5)	5,000	A	\$	23,001	D	

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Common Stock					19.22		
Class A Common Stock	06/14/2005	M(5)	5,000	A	\$ 43.54	28,001	D
Class A Common Stock	06/14/2005	F(5)	10,529	D	\$ 52.25	17,472	D
Class A Common Stock	06/14/2005	S	300	D	\$ 52.15	17,172	D
Class A Common Stock	06/14/2005	S	600	D	\$ 52.16	16,572	D
Class A Common Stock	06/14/2005	S	200	D	\$ 52.17	16,372	D
Class A Common Stock	06/14/2005	S	900	D	\$ 52.18	15,472	D
Class A Common Stock	06/14/2005	S	100	D	\$ 52.2	15,372	D
Class A Common Stock	06/14/2005	S	300	D	\$ 52.21	15,072	D
Class A Common Stock	06/14/2005	S	600	D	\$ 52.23	14,472	D
Class A Common Stock	06/14/2005	S	900	D	\$ 52.25	13,572	D
Class A Common Stock	06/14/2005	S	900	D	\$ 52.26	12,672	D
Class A Common Stock	06/14/2005	S	100	D	\$ 52.27	12,572	D
Class A Common Stock	06/14/2005	S	400	D	\$ 52.28	12,172	D
Class A Common Stock	06/14/2005	S	800	D	\$ 52.3	11,372	D

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Class A Common Stock	06/14/2005	S	1,000	D	\$ 52.32	10,372	D
Class A Common Stock	06/14/2005	S	400	D	\$ 52.33	9,972	D
Class A Common Stock	06/14/2005	S	300	D	\$ 52.35	9,672	D
Class A Common Stock	06/14/2005	S	600	D	\$ 52.37	9,072	D
Class A Common Stock	06/14/2005	S	100	D	\$ 52.38	8,972	D
Class A Common Stock	06/14/2005	S	1,500	D	\$ 52.4	7,472	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Transactio Code (Instr. 8)	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 A Underlying S (Instr. 3 and 4
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Phantom Stock Units	\$ 0 (1)					08/08/1988(2)	08/08/1988(3)	Class A Common Stock
Non-Statutory Stock Option (NSO) (4)	\$ 15.69	06/14/2005		M <u>(5)</u>	5,000	12/02/2000	12/02/2010	Class A Common Stock
	\$ 15.45	06/14/2005		M(5)	5,000	12/02/2001	12/02/2011	

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Non-Statutory Stock Option (NSO) (4)							Class A Common Stock
Non-Statutory Stock Option (NSO) (4)	\$ 16.14	06/14/2005	M(5)	5,000	12/02/2002	12/02/2012	Class A Common Stock
Non-Statutory Stock Option (NSO) (4)	\$ 19.22	06/14/2005	M <u>(5)</u>	5,000	12/02/2003	12/02/2013	Class A Common Stock
Non-Statutory Stock Option (NSO) (4)	\$ 43.54	06/14/2005	M <u>(5)</u>	5,000	12/02/2004	12/02/2014	Class A Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director		Officer	Other		
HAGG JOHN A C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN AVE., SUITE 300 BAKERSFIELD, CA 93309	X					

Signatures

Kenneth A. Olson under POA for John A. Hagg

06/16/2005

**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) Phantom Stock Units acquired under the Company's Non-Employee Director Deferred Stock and Compensation Plan in a transaction exempt under Rule 16b-3(c). Shares are exercisable under the terms of the Plan upon resignation from the Board.
- (3) Phantom Stock Units acquired under the Company's Non-Employee Director Deferred Stock and Compensation Plan in a transaction exempt under Rule 16b-3(c). Shares expire under the terms of the Plan upon resignation from the Board.
- (4) NSO Right to buy Berry Petroleum Company Class A Common Stock
- (5) Exercise of stock option under the Company's 1994 Stock Option Plan in a transaction exempt under Rule 16B.

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.

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