Edgar Filing: GAUL J HERBERT JR - Form 4

GAUL J HEI	RBERT JR											
Form 4 January 03, 2	2006											
										OMB APPROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287			
Check thi if no long subject to Section 10 Form 4 ou Form 5 obligation may conti <i>See</i> Instru 1(b).	6. F F Filed Section	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 20(b) of the Investment Company Act of 1940								January 31 Expires: 2005 Estimated average burden hours per response 0.5		
(Print or Type R	Responses)											
1. Name and Address of Reporting Person <u></u> GAUL J HERBERT JR			2. Issuer Name and Ticker or Trading Symbol BERRY PETROLEUM CO [BRY]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
	(First) Y PETROLEU Y, 5201 TRUX YE 300		3. Date of (Month/Da 12/30/20	-	nsaction			X Director Officer (give below)	109	6 Owner er (specify		
	(Street)	00	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				
BAKERSFI	ELD, CA 933	09						Person		eporting		
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	ecuriti	es Aco	quired, Disposed o	f, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	(Month/Day/Year) Executi 3) any				4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or			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)		
Class A Common Stock				Code V	Amount	(D)	Price	(Instr. 3 and 4) 2,000	D			
Reminder: Repo	ort on a separate	line for each c	lass of secu	tities benefic	cially owne	ed direc	tly 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. 5. Number Transaction Code Derivative (Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisab Date (Month/Day/Year	7. Title and Am Underlying Sect (Instr. 3 and 4)		
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	A or N of Sl
Phantom Stock Units (2)	\$ 0 <u>(1)</u>	12/30/2005		А	264	08/08/1988 <u>(2)</u>	08/08/1988 <u>(2)</u>	Class A Common Stock	
Non-Statutory Stock Option (NSO) (3)	\$ 14.0625					12/02/1999	12/02/2009	Class A Common Stock	4
Non-Statutory Stock Option (NSO) (3)	\$ 15.69					12/02/2000	12/02/2010	Class A Common Stock	41
Non-Statutory Stock Option (NSO) (3)	\$ 15.45					12/02/2001	12/02/2011	Class A Common Stock	41
Non-Statutory Stock Option (NSO) (3)	\$ 16.14					12/02/2002	12/02/2012	Class A Common Stock	41
Non-Statutory Stock Option (NSO) (3)	\$ 19.22					12/02/2003	12/02/2013	Class A Common Stock	4
Non-Statutory Stock Option (NSO) (3)	\$ 43.54					12/02/2004	12/02/2014	Class A Common Stock	4
Non-Statutory Stock Option (NSO) (3)	\$ 61.29					12/15/2005	12/15/2015	Class A Common Stock	4

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Reporting Owners

Reporting Owner Name / Address

Relationships

Х

Director 10% Owner Officer Other

GAUL J HERBERT JR C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN AVE., SUITE 300

BAKERSFIELD, CA 93309

Signatures

Kenneth A. Olson under POA for Herbert J. Gaul Jr.

01/03/2006

<u>**</u>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 issued under the terms of the Plan upon resignation from the Board.
- (3) NSO Right to buy Berry Petroleum Company Class A Common Stock

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.