JAMIESON THOMAS J

Form 4

October 02, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

Issuer

January 31, 2005

0.5

Estimated average burden hours per

response...

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 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

Symbol

1(b).

(Print or Type Responses)

JAMIESON THOMAS J

			BERRY PETROLEUM CO [BF 3. Date of Earliest Transaction (Month/Day/Year) 09/30/2008				Y]	(C	heck all applica	ble)
(Last) (First) (Middle) C/O BERRY PETROLEUM COMPANY, 1999 BROADWAY, SUITE 3700							Director Officer (g below)	1	0% Owner Other (specify	
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year) DENVER, CA 80202					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Securitie	es Ac	equired, Disposed	l of, or Benefic	ially Owned
1.Title of Security (Instr. 3) Class A Common Stock	2. Transaction I (Month/Day/Ye	ear) Execution	med on Date, if Day/Year)	3. Transactic Code (Instr. 8)	Disposed (Instr. 3,	(A) or l of (D) 4 and 5)	rice	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) Owned by corporation
Class A Common Stock								48,000	D	
Class A Common Stock								25,000	I	Owned by partnership
Class A								26,000	I	Owned by

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Common Trust Stock

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 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. Transacti Code (Instr. 8)	Deriv Secur Acqu (A) o Dispo	rative rities ired rosed) . 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amor Underlying Secur (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am or Nu of S
Nonstatutory Stock Options 12-2-2000	\$ 7.8438						12/02/2000	12/02/2010	Class A Common Stock	10
Nonstatutory Stock Options 12-2-01	\$ 7.725						12/02/2001	12/02/2011	Class A Common Stock	10
Nonstatutory Stock Options 12-2-02	\$ 8.07						12/02/2002	12/02/2012	Class A Common Stock	10
Nonstatutory Stock Options 12-2-03	\$ 9.61						12/02/2003	12/02/2013	Class A Common Stock	10
Nonstatutory Stock Options 12-2-04	\$ 21.77						12/02/2004	12/02/2014	Class A Common Stock	10
Nonstatutory Stock Option 12-15-05	\$ 30.645						12/15/2005	12/15/2015	Class A Common Stock	10

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Nonstatutory Stock Option 12-15-06	\$ 32.565				12/15/2006	12/14/2016	Class A Common Stock	10
2007 Restricted Stock Unit (1)	\$ 0				01/01/2008(2)	12/13/2017(3)	Class A Common Stock	1,
NSO 2007	\$ 43.61				12/14/2007	12/13/2017	Class A Common Stock	3,
Phantom Stock Units	\$ 0 (4)	09/30/2008	A	511	08/08/1988	08/08/1988	Class A Common Stock	32

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

JAMIESON THOMAS J C/O BERRY PETROLEUM COMPANY 1999 BROADWAY, SUITE 3700 DENVER, CA 80202

Signatures

Kenneth A Olson under POA for Thomas Jamieson

10/02/2008

**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.

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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