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Hadden Stephen J Form 4						
FORM 4 UNITED STA		S AND EXCHANGE con, D.C. 20549	COMMISSION	OMB AI OMB Number:	PPROVAL 3235-0287	
Subject to Section 16. Form 4 or Form 5 obligations may continue Section 17(a) of	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, ection 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940				January 31, 2005 Stimated average urden hours per esponse 0.5	
(Print or Type Responses)						
1. Name and Address of Reporting Perso Hadden Stephen J	Symbol	and Ticker or Trading ROLEUM CO [BRY]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle		3. Date of Earliest Transaction				
1999 BROADWAY, SUITE 370	(Month/Day/Yea 0 06/29/2012	lr)	Director Officer (give below)		o Owner er (specify	
(Street) DENVER, CO 80202	4. If Amendment Filed(Month/Day/	-	Applicable Line) _X_ Form filed by C	vidual or Joint/Group Filing(Check ble Line) rm filed by One Reporting Person m filed by More than One Reporting		
(City) (State) (Zip)	Table I - No	on-Derivative Securities Ac		, or Beneficial	ly Owned	
(Instr. 3) an (N	A. Deemed 3. tecution Date, if Tran y Code Ionth/Day/Year) (Inst	4. Securities sactionAcquired (A) or Disposed of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Class A Common Stock			1,250	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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

Reporting Owners

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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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. De Se (Ir
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
March 2011 Director RSU (1)	\$ 0 <u>(2)</u>					03/03/2012 <u>(3)</u>	03/02/2021	Class A Common Stock	2,499	
March 2 2012 Director RSU Grant	\$ 0					03/02/2012	03/02/2022	Class A Common Stock	2,231	
Phantom Stock Units <u>(4)</u>	\$ 0	06/29/2012		А	9	08/08/1988	08/08/1988	Class A Common Stock	8	\$

Reporting Owners

Reporting Owner Name / Address	Relationships					
F F	Director	10% Owner	Officer	Other		
Hadden Stephen J 1999 BROADWAY, SUITE 3700 DENVER, CO 80202						
Signatures						
Kenneth A Olson under POA for S Hadden	For Stephen 06/29/2012			12		
**Signature of Reporting Person			Date			
Explanation of Resp	onse	s:				

- * 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 for 1 (1)
- (2) Each RSU represents a contingent right to receive one share of Berry Petroleum Company Class A Common Stock
- (3)

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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.