Edgar Filing: BERRY PETROLEUM CO - Form 4

BERRY PET	TROLEUM CO											
Form 4												
January 02, 2	2013											
FORM	14										PPROVAL	
	UNITEDS	TATES S				ND EXC D.C. 205		NGE (COMMISSION	OMB Number:	3235-0287	
Check thi if no long subject to Section 1 Form 4 o Form 5 obligation may cont	uant to Sec) of the Pu	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section							Expires: January 31 2009 Estimated average burden hours per response 0.8			
See Instru 1(b).		30(h) of	f the Inv	restme	ent C	Company	/ Act	of 194	40			
(Print or Type F	Responses)											
	ddress of Reporting P D GEORGE T	S	ymbol			Ficker or T		-	5. Relationship of Issuer	Reporting Per		
(Last) (First) (Middle) C/O BERRY PETROLEUM COMPANY, 5201 TRUXTUN AVE.			3. Date of Earliest Transaction(Month/Day/Year)12/31/2012						Director 10% Owner Officer (give title Context of the specify below) Snr VP of CA Production			
BAKERSFI	(Street) ELD, CA 93309		. If Amen iled(Mont			e Original			6. Individual or Jo Applicable Line) _X_ Form filed by M Form filed by M Person		erson	
(City)	(State) (Zip)	Table	I - Noi	n-De	rivative S	ecuri	ties Ac	quired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	are2A. Deemed3.4. Securities5. Amount ofb)Execution Date, if any (Month/Day/Year)TransactionAcquired (A) or Disposed of (D)Securitiesb)Execution Date, if Disposed of (D)Beneficially(Month/Day/Year)(Instr. 8)(Instr. 3, 4 and 5)		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)							
Class A Common Stock				Coue	v	Amount		The	2,585	D		
Class A Common Stock	12/31/2012			J	V	135 <u>(5)</u>	А	\$ 0	4,363	I	Held in 401(k) Plan	

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. Transactic Code (Instr. 8)	5. 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 Amou Underlying Secur (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Am or Nur of S
Nonstatutory Stock Option 12-15-05	\$ 30.645					12/15/2006	12/15/2015	Class A Common Stock	20
Nonstatutory Stock Option 12-15-06	\$ 32.565					12/15/2007	12/14/2016	Class A Common Stock	20
2007 Restricted Stock Unit (1)	\$ 0 <u>(2)</u>					12/14/2008 <u>(3)</u>	12/13/2017 <u>(4)</u>	Class A Common Stock	3,
NSO 2007	\$ 43.61					12/14/2008	12/13/2017	Class A Common Stock	14
2008 Restricted Stock Units (1)	\$ 0 <u>(2)</u>					12/12/2009(3)	12/11/2018 <u>(4)</u>	Class A Common Stock	26
2009 Restricted Stock Units	\$ 0					12/11/2010	12/11/2019	Class A Common Stock	19
Perf Based RSUs 3-16-10	\$ 0					12/31/2012	12/31/2012	Class A Common Stock	8,
March 2011 Employee RSU Grant	\$ 0					03/02/2012	03/02/2021	Class A Common Stock	6,
Non-Statutory Stock Option 3-2-2011 - \$48.50	\$ 48.5					03/02/2012	03/02/2021	Class A Common Stock	7,
Perf Based RSU 3-2-2011	\$ 0					12/31/2013	03/02/2021	Class A Common	5,

				Stock	
March 2, 2012 Employee RSU Grant	\$ 0	03/02/2013	03/02/2022	Class A Common Stock	5,
Non Statutory Stock Option 3-2-12	\$ 53.02	03/02/2013	03/02/2022	Class A Common Stock	6,
Perf Based RSUs 3-2-12	\$ 0	12/31/2014	03/02/2022	Class A Common Stock	5,

Reporting Owners

Reporting Owner Name / Address	Relationships						
FB	Director	10% Owner	Officer	Other			
CRAWFORD GEORGE T C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN AVE. BAKERSFIELD, CA 93309			Snr VP of CA Production				
Signatures							
Kenneth A Olson under POA for George Crawford		01/02/2013					
**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) Each RSU represents a contingent right to receive one share of Berry Petroleum Company Class A Common Stock
- (3) The RSU granted vest 25% per year beginning one year after grant but the receipt of shares are subject to a deferral period which is generally at least four years from grant date as per the deferral election.
- (4) 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.
- (5) Shares of Common Stock acquired by the reporting person in the Company's 401(k) Plan. All transactions were at market and were non-discretionary.

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.