BERRY PETROLEUM CO

Form 4

December 19, 2007

FORM 4

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

OMB Number:

3235-0287

0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

OMB APPROVAL

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response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

SECURITIES

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * GAUL J HERBERT JR			2. Issuer Name and Ticker or Trading Symbol PERRY PETROL FLIM CO IRRY				5. Relationship of Reporting Person(s) to Issuer		
4	BERRY PETROLEUM CO [BRY]				(Check all applicable)				
(Last) (First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year)				Director Officer (giv		% Owner ner (specify	
C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN			12/14/2007				below)	below)	er (specify
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check		
	Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting				
BAKERSFIE	ELD, CA 93309						Person		oporumg.
(City)	(State)	(Zip)	Table	I - Non-De	erivative S	ecurities Acc	quired, Disposed o	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	Execution any	med on Date, if Day/Year)	3. Transactio Code (Instr. 8)	Disposed (Instr. 3,	(A) or of (D) 4 and 5) (A) or	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)
Class A Common Stock				Code V	Amount	(D) Price	4,000	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)

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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. Transactio Code (Instr. 8)	5. Number on 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 Ar Underlying Se (Instr. 3 and 4)
				Code V	(A) (D	Date Exercisable	Expiration Date	Title
Nonstatutory Stock Options	\$ 7.0312				` / ` `	12/02/1999	12/02/2009	Class A Common Stock
Nonstatutory Stock Options	\$ 7.8438					12/02/2000	12/02/2010	Class A Common Stock
Nonstatutory Stock Options	\$ 7.725					12/02/2001	12/02/2011	Class A Common Stock
Nonstatutory Stock Options	\$ 8.07					12/02/2002	12/02/2012	Class A Common Stock
Nonstatutory Stock Options	\$ 9.61					12/02/2003	12/02/2013	Class A Common Stock
Nonstatutory Stock Options	\$ 21.77					12/02/2004	12/02/2014	Class A Common Stock
Nonstatutory Stock Option	\$ 30.645					12/15/2005	12/15/2015	Class A Common Stock
Phantom Stock Units	\$ 0 (2)					08/08/1988(3)	08/08/1988(4)	Class A Common Stock
Nonstatutory Stock Option	\$ 32.565					12/15/2006	12/14/2016	Class A Common Stock
2007 Restricted Stock Unit (5)	\$ 0 (6)	12/14/2007	12/18/2007	A <u>(7)</u>	1,319	01/01/2008(8)	12/13/2017(9)	Class A Common Stock
NSO 2007	\$ 43.61	12/14/2007	12/18/2007	A(10)	3,956	12/14/2007	12/13/2017	Class A Common Stock

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

GAUL J HERBERT JR C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN BAKERSFIELD, CA 93309

Signatures

Kenneth A Olson under POA for J. Gaul

12/19/2007

**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) 1 for 1
- (3) 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.
- (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.
- (**5**) 1 for 1
- (6) Each RSU represents a contingent right to receive one share of Berry Petroleum Company Class A Common Stock
- 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.
- (8) 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.
- (9) 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.
- (10) Grant of Non-statutory stock option under the Company's 2005 Equity Incentive Plan in a transaction exempt under Rule 16b-3(c). Options are 100% vested on date of grant.
- (11) Grant of Non-statutory stock option under the Company's 2005 Equity Incentive Plan in a transaction exempt under Rule 16b-3(c). Options are 100% vested on date of grant.

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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