

JAMIESON THOMAS J
Form 4
December 16, 2005

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
JAMIESON THOMAS J

(Last) (First) (Middle)

C/O BERRY PETROLEUM
COMPANY, 5201 TRUXTUN
AVE., SUITE 300

(Street)

BAKERSFIELD, CA 93309

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

BERRY PETROLEUM CO [BRY]

3. Date of Earliest Transaction
(Month/Day/Year)

12/15/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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				(A) or (D)			Owned by corporation
			Code V Amount (D) Price		16,900	I	
Class A Common Stock					6,000	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**

SEC 1474
(9-02)

number.

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. Transaction Code (Instr. 8)	5. Number 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 A Underlying S (Instr. 3 and 4)
				Code	V	(A)	(D)	
Phantom Stock Units <u>(2)</u> <u>(3)</u>	\$ 0 <u>(1)</u>							08/08/1988 <u>(2)</u> 08/08/1988 <u>(3)</u> Class A Common Stock
Non-Statutory Stock Option (NSO) <u>(4)</u>	\$ 13.75							12/02/1996 12/02/2006 Class A Common Stock
Non-Statutory Stock Option (NSO) <u>(4)</u>	\$ 18.94							05/15/1998 12/02/2007 Class A Common Stock
Non-Statutory Stock Option (NSO) <u>(4)</u>	\$ 12.625							12/02/1998 12/02/2008 Class A Common Stock
Non-Statutory Stock Option (NSO) <u>(4)</u>	\$ 14.0625							12/02/1999 12/02/2009 Class A Common Stock
Non-Statutory Stock Option (NSO) <u>(4)</u>	\$ 15.69							12/02/2000 12/02/2010 Class A Common Stock
Non-Statutory Stock Option (NSO) <u>(4)</u>	\$ 15.45							12/02/2001 12/02/2011 Class A Common Stock
Non-Statutory Stock Option (NSO) <u>(4)</u>	\$ 16.14							12/02/2002 12/02/2012 Class A Common Stock
Non-Statutory Stock Option (NSO) <u>(4)</u>	\$ 19.22							12/02/2003 12/02/2013 Class A Common Stock
Non-Statutory Stock Option (NSO) <u>(4)</u>	\$ 43.54							12/02/2004 12/02/2014 Class A Common Stock

Non-Statutory Stock Option (NSO) ⁽⁴⁾	\$ 61.29	12/15/2005	A ⁽⁵⁾	5,000	12/15/2005	12/15/2015	Class A Common Stock
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JAMIESON THOMAS J C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN AVE., SUITE 300 BAKERSFIELD, CA 93309	X			

Signatures

Kenneth A. Olson under POA for Thomas J. Jamieson	12/16/2005
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____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 exercisable under the terms of the Plan upon resignation from the Board.
- (3) 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 expire under the terms of the Plan upon resignation from the Board.
- (4) NSO - Right to buy Berry Petroleum Company Class A Common Stock
- (5) Grant of Nonstatutory Stock Option under the Company's 2005 Equity Incentive Plan in a transaction exempt under Rule 16b-3(c). Shares vest at 25% annually from 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.