#### BERRY PETROLEUM CO

Form 4 July 27, 2006

# FORM 4

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

OMB Number:

**OMB APPROVAL** 

Estimated average

burden hours per

Expires:

response...

3235-0287

January 31,

2005

0.5

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

obligations

may continue.

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading REHKOPF BRIAN L Issuer Symbol BERRY PETROLEUM CO [BRY] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner Other (specify Officer (give title C/O BERRY PETROLEUM 07/26/2006 below) below) **COMPANY 5201 TRUXTUN** Former Vice President (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 Person Form filed by More than One Reporting BAKERSFIELD, CA 93309 Person

(City)	(State)	(Zip) Tabl	le I - Non-D	<b>Derivative</b>	Secur	ities Acqu	ired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securit on(A) or Di (Instr. 3,	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock	07/26/2006		Code V M	Amount 20,000	(D)	Price \$ 9.97	(Instr. 3 and 4) 73,634	D	
Class A Common Stock	07/26/2006		M	10,000	A	\$ 21.58	83,634	D	
Class A Common Stock	07/26/2006		S	100	D	\$ 31.61	83,534	D	
Class A Common	07/26/2006		S	200	D	\$ 31.66	83,334	D	

# Edgar Filing: BERRY PETROLEUM CO - Form 4

Stock							
Class A Common Stock	07/26/2006	S	100	D	\$ 31.67 83	,234	D
Class A Common Stock	07/26/2006	S	100	D	\$ 31.72 83	,134	D
Class A Common Stock	07/26/2006	S	100	D	\$ 31.74 83	,034	D
Class A Common Stock	07/26/2006	S	100	D	\$ 31.75 82	,934	D
Class A Common Stock	07/26/2006	S	400	D	\$ 31.78 82	2,534	D
Class A Common Stock	07/26/2006	S	200	D	\$ 31.79 82	,334	D
Class A Common Stock	07/26/2006	S	100	D	\$ 31.82 82	2,234	D
Class A Common Stock	07/26/2006	S	200	D	\$ 31.84 82	2,034	D
Class A Common Stock	07/26/2006	S	400	D	\$ 31.85 81	,634	D
Class A Common Stock	07/26/2006	S	400	D	\$ 31.86 81	,234	D
Class A Common Stock	07/26/2006	S	300	D	\$ 31.87 80	),934	D
Class A Common Stock	07/26/2006	S	900	D	\$ 31.88 80	,034	D
Class A Common Stock	07/26/2006	S	300	D	\$ 31.89 79	,734	D
Class A Common Stock	07/26/2006	S	400	D	\$ 31.9 79	,334	D

### Edgar Filing: BERRY PETROLEUM CO - Form 4

Class A Common Stock	07/26/2006	S	300	D	\$ 31.91	79,034	D
Class A Common Stock	07/26/2006	S	800	D	\$ 31.92	78,234	D
Class A Common Stock	07/26/2006	S	300	D	\$ 31.93	77,934	D
Class A Common Stock	07/26/2006	S	100	D	\$ 31.94	77,834	D
Class A Common Stock	07/26/2006	S	200	D	\$ 31.95	77,634	D
Class A Common Stock	07/26/2006	S	100	D	\$ 31.96	77,534	D
Class A Common Stock	07/26/2006	S	100	D	\$ 31.98	77,434	D
Class A Common Stock	07/26/2006	S	200	D	\$ 31.99	77,234	D
Class A Common Stock	07/26/2006	S	1,200	D	\$ 32	76,034	D
Class A Common Stock	07/26/2006	S	300	D	\$ 32.01	75,734	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 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)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	<ol><li>Title and Amour</li></ol>
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onDerivative	Expiration Date	Underlying Securit
Security	or Exercise	•	any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		
	Derivative				or Disposed of		
	Security				(D)		
					(Instr. 3, 4,		

(9-02)

#### Edgar Filing: BERRY PETROLEUM CO - Form 4

and 5)

			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amor or Numl of Sh
Nonstatutory Stock Option	\$ 9.97	07/26/2006	M		20,000	12/05/2004	08/03/2006	Class A Common Stock	20,0
Nonstatutory Stock Option	\$ 21.58	07/26/2006	M		10,000	11/23/2005	08/03/2006	Class A Common Stock	10,0

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

REHKOPF BRIAN L C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN BAKERSFIELD, CA 93309

Former Vice President

## **Signatures**

Kenneth A Olson under POA or Brian Rehkopf

07/27/2006

Date

\*\*Signature of Reporting Person

## **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).

#### Remarks:

All amounts and quantities have been adjusted for the Company's 2-for-1 stock split to shareholders of record on May 17, 200. 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.

Reporting Owners 4