

BUSCH RALPH B III

Form 4/A

January 06, 2011

**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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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BUSCH RALPH B III**

(Last) (First) (Middle)

**C/O BERRY PETROLEUM  
COMPANY, 1999 BROADWAY,  
SUITE 3700**

(Street)

**DENVER, CO 80202**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**BERRY PETROLEUM CO [BRY]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**12/31/2010**

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
**01/04/2011**

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)  
\_X\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|--|--|--|---|
| Class A<br>Common<br>Stock            |   |   |                                      |  | 139,119  | D  |   |
| Class A<br>Common<br>Stock            |   |   |                                      |  | 70,000   | I  | As<br>Co-Trustee<br>of Charitable<br>Trust                        |
| Class A<br>Common<br>Stock            |   |   |                                      |  | 123,665  | I  | As<br>Co-Trustee<br>of Union<br>Bank Trust                        |

|                            |        |   |  |
|----------------------------|--------|---|--|
| Class A<br>Common<br>Stock | 7,000  | I | Shares<br>Busch<br>Family<br>Foundation  |
| Class A<br>Common<br>Stock | 12,432 | I | As<br>Custodian<br>for Minor<br>Children |

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.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and Expiration<br>Date<br>(Month/Day/Year) |     | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) |                 |                            |                                     |
|---|---|---|---|---|--|--|-----|--|-----------------|----------------------------|-------------------------------------|
|   |   |   |   | Code                                    | V  | (A)  | (D) | Date Exercisable   | Expiration Date | Title                      | Amount<br>or<br>Number<br>of Shares |
| Nonstatutory<br>Stock<br>Options<br>12-2-01         | \$ 7.725  |   |   |   |  |  |     | 12/02/2001   | 12/02/2011      | Class A<br>Common<br>Stock | 10                                  |
| Nonstatutory<br>Stock<br>Options<br>12-2-02         | \$ 8.07   |   |   |   |  |  |     | 12/02/2002   | 12/02/2012      | Class A<br>Common<br>Stock | 10                                  |
| Nonstatutory<br>Stock<br>Options<br>12-2-03         | \$ 9.61   |   |   |   |  |  |     | 12/02/2003   | 12/02/2013      | Class A<br>Common<br>Stock | 10                                  |
| Nonstatutory<br>Stock<br>Options<br>12-2-04         | \$ 21.77  |   |   |   |  |  |     | 12/02/2004   | 12/02/2014      | Class A<br>Common<br>Stock | 10                                  |
|   | \$ 30.645   |   |   |   |  |  |     | 12/15/2005   | 12/15/2015      |                            | 10                                  |

|   |                     |            |   |                       |                           |                           |  |                            |    |
|---|---------------------|------------|---|-----------------------|---------------------------|---------------------------|--|----------------------------|----|
| Nonstatutory<br>Stock Option<br>12-15-05        |                     |            |   |                       |                           |                           |  | Class A<br>Common<br>Stock |    |
| Nonstatutory<br>Stock Option<br>12-15-06        | \$ 32.565           |            |   |                       | 12/15/2006                | 12/14/2016                |  | Class A<br>Common<br>Stock | 10 |
| 2007<br>Restricted<br>Stock Unit <sup>(1)</sup> | \$ 0                |            |   |                       | 01/01/2008 <sup>(2)</sup> | 12/13/2017 <sup>(3)</sup> |  | Class A<br>Common<br>Stock | 1, |
| NSO 2007  | \$ 43.61            |            |   |                       | 12/14/2007                | 12/13/2017                |  | Class A<br>Common<br>Stock | 3, |
| Phantom<br>Stock Units                          | \$ 0 <sup>(4)</sup> | 12/31/2010 | A | 456<br><sup>(5)</sup> | 08/08/1988                | 08/08/1988                |  | Class A<br>Common<br>Stock | 4  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| BUSCH RALPH B III<br>C/O BERRY PETROLEUM COMPANY<br>1999 BROADWAY, SUITE 3700<br>DENVER, CO 80202 |               |           |         |       |

## Signatures

Kenneth A Olson under POA for Ralph Busch

01/06/2011

<sup>\*\*</sup>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) 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.
- (3) 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.
- (5) 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.

### Remarks:

This Form 4 is being amended to correct the shares acquired at 12-31-2010 for Phantom Stock Units. Originally submitted with

## Edgar Filing: BUSCH RALPH B III - Form 4/A

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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