Edgar Filing: YOUNG MARTIN H JR - Form 4

YOUNG MA	ARTIN H JR									
Form 4										
June 30, 2009	9									
FORM							OMB APPROVAL			
	UNITE	ZD STATES	S SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						OMB Number:	3235-0287
Check this if no long										January 31
subject to Section 10	6.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Expires: 2005 Estimated average burden hours per response 0.5	
Form 4 or Form 5 obligation may conti <i>See</i> Instru	Filed j	20(h) of the Invictment Commonly A of 1040								
1(b).										
(Print or Type R	lesponses)									
1. Name and Address of Reporting Person <u>*</u> YOUNG MARTIN H JR			2. Issuer Name and Ticker or Trading Symbol BERRY PETROLEUM CO [BRY]				-	5. Relationship of Reporting Person(s) to Issuer		
a					ΧIJ	(Check all applicable)				
(Last) C/O BERRY COMPANY SUITE 3700	3. Date of Earliest Transaction(Month/Day/Year)06/30/2009					Director10% OwnerOfficer (give titleOther (specifybelow)below)				
	(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)		
DENVER, C						_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	ecurit	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Y	ear) Executi any		Code	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			Securities Beneficially Owned Following	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	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
								30,000	D	
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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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

3. Transaction Date 3A. Deemed 1. Title of 2. 4. 5. Number 6. Date Exercisable and Expiration 7. Title and An Derivative (Month/Day/Year) Execution Date, if Transaction Derivative Date Conversion Underlying Sec Security or Exercise Code Securities (Month/Day/Year) (Instr. 3 and 4) any (Instr. 3) Price of (Month/Day/Year) (Instr. 8) Acquired Derivative (A) or Security Disposed of (D) (Instr. 3, 4, and 5) Date Exercisable Expiration Date Title N Code V (A) (D) С Nonstatutory Class A Stock \$7.8438 12/02/2000 12/02/2010 Common Options Stock 12-2-2000 Nonstatutory Class A Stock \$7.725 12/02/2001 12/02/2011 Common Options Stock 12-2-01 Nonstatutory Class A Stock 12/02/2012 Common \$ 8.07 12/02/2002 Options Stock 12-2-02 Nonstatutory Class A Stock Common \$9.61 12/02/2003 12/02/2013 Options Stock 12-2-03 Nonstatutory Class A Stock \$21.77 12/02/2004 12/02/2014 Common Options Stock 12-2-04 Class A Nonstatutory Stock Option \$ 30.645 12/15/2005 12/15/2015 Common 12-15-05 Stock Class A Nonstatutory **Stock Option** \$ 32.565 12/15/2006 12/14/2016 Common 12-15-06 Stock 2007 Class A Restricted \$0 $01/01/2008^{(2)}$ $12/13/2017^{(3)}$ Common Stock Unit (1) Stock Class A NSO 2007 Common \$43.61 12/14/2007 12/13/2017 Stock \$0(4) Phantom 06/30/2009 2,492 08/08/1988 Class A 08/08/1988 А Stock Units Common

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Reporting Owners

Reporting Owner Name / Address

Relationships
Director 10% Owner Officer Other

YOUNG MARTIN H JR C/O BERRY PETROLEUM COMPANY 1999 BROADWAY, SUITE 3700 DENVER, CO 80202

Signatures

Kenneth A Olson under POA for Martin Young

**Signature of Reporting Person

Date

06/30/2009

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.

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.