

BUSCH RALPH B III  
Form 4  
March 26, 2008

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

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

(Last) (First) (Middle)

C/O BERRY PETROLEUM  
COMPANY 5201 TRUXTUN

(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)  
03/25/2008

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  |                                | (A) or (D)<br>Code V Amount (D) Price                             |   |  |  |
| Class A Common Stock            |                                      |  |                                |   | 144,238   | D  |  |
| Class A Common Stock            |                                      |  |                                |   | 90,000  | I  | As Co-Trustee of Charitable Trust          |
| Class A Common Stock            |                                      |  |                                |   | 126,665   | I  | As Co-Trustee of Union Bank Trust          |

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|                            |            |  |   |     |     |              | Shares                                   |   |                               |
|----------------------------|------------|--|---|-----|-----|--------------|--|---|-------------------------------|
| Class A<br>Common<br>Stock |            |  |   |     | 532 | I            | As<br>Custodian<br>for Minor<br>Children |   |                               |
| Class A<br>Common<br>Stock | 03/25/2008 |  | S | 500 | D   | \$<br>45.575 | 7,000                                    | I | Busch<br>Family<br>Foundation |

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

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(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. 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. 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,<br>4, 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 Sh |
| Nonstatutory<br>Stock<br>Options<br>12-2-2000       | \$ 7.8438  |   |   |                                      |  | 12/02/2000   | 12/02/2010   | Class A<br>Common<br>Stock | 10,000                          |
| Nonstatutory<br>Stock<br>Options<br>12-2-01         | \$ 7.725   |   |   |                                      |  | 12/02/2001   | 12/02/2011   | Class A<br>Common<br>Stock | 10,000                          |
| Nonstatutory<br>Stock<br>Options<br>12-2-02         | \$ 8.07  |   |   |                                      |  | 12/02/2002   | 12/02/2012   | Class A<br>Common<br>Stock | 10,000                          |
| Nonstatutory<br>Stock<br>Options<br>12-2-03         | \$ 9.61  |   |   |                                      |  | 12/02/2003   | 12/02/2013   | Class A<br>Common<br>Stock | 10,000                          |



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- (6) 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.

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