BERRY PETROLEUM CO

Form 4

September 28, 2005

FORM -	4
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number:

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obligations may continue.

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)

(Last)

1. Name and Address of Reporting Person * REHKOPF BRIAN L

2. Issuer Name and Ticker or Trading Symbol

BERRY PETROLEUM CO [BRY]

5. Relationship of Reporting Person(s) to

Issuer

(First)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year)

09/26/2005

(Check all applicable)

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

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

> (Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Vice President of Engineering

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

BAKERSFIELD, CA 93309

(City)	(State)	(Zip) Tab	le I - Non-I	Derivative	Secur	ities Acqui	red, Disposed of,	or Beneficial	y 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. Securit onor Dispos (Instr. 3,	ed of (` ′	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	09/26/2005				` ′	\$ 19.375	29,070	D	
Class A Common Stock	09/26/2005		F <u>(1)</u>	6,189	D	\$ 65.1	22,881	D	

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

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(9-02)

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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. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amour Underlying Securit (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Nonstatutory Stock Option (Right to Buy) NSO	\$ 19.375	09/26/2005		M <u>(1)</u>		10,000	12/05/1998	12/05/2007	Class A Common Stock	10,0
Nonstatutory Stock Option (Right to Buy) NSO	\$ 12.5						12/04/1999	12/04/2008	Class A Common Stock	10,0
Nonstatutory Stock Option (Right to Buy) NSO	\$ 15.69						12/02/2001	12/02/2010	Class A Common Stock	20,0
Nonstatutory Stock Option (Right to Buy) NSO	\$ 16.3						12/07/2002	12/07/2011	Class A Common Stock	20,0
Nonstatutory Stock Option (Right to Buy) NSO	\$ 16.5						12/06/2003	12/06/2012	Class A Common Stock	7,5
Nonstatutory Stock Option (Right to Buy) NSO	\$ 19.94						12/05/2004	12/05/2013	Class A Common Stock	20,0
Nonstatutory Stock Option (Right to Buy) NSO	\$ 43.16						11/23/2005	11/23/2014	Class A Common Stock	20,0

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

REHKOPF BRIAN L C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN AVE., SUITE 300 BAKERSFIELD, CA 93309

Vice President of Engineering

Signatures

Kenneth A. Olson under Power of Attorney on file 09/28/2005

**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) Exercise of Stock Options under the Company's 1994 Stock Option Plan in a transaction exempt under Rule 16b.

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