#### JAMIESON THOMAS J

Form 4

December 16, 2005

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

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subject to Section 16. Form 4 or Form 5 obligations

Check this box

if no longer

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

**OMB APPROVAL** 

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person \* JAMIESON THOMAS J

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

BERRY PETROLEUM CO [BRY]

(Check all applicable)

C/O BERRY PETROLEUM COMPANY, 5201 TRUXTUN

(First)

(Street)

(State)

(Middle)

(Zip)

AVE., SUITE 300

3. Date of Earliest Transaction

(Month/Day/Year) 12/15/2005

X\_ Director 10% Owner Other (specify Officer (give title below)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

BAKERSFIELD, CA 93309

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Ownership Indirect (Instr. 3) Code Disposed of (D) Beneficially Form: Direct Beneficial (Instr. 8) (Instr. 3, 4 and 5) Ownership (Month/Day/Year) Owned (D) or

> Indirect (I) Following Reported (Instr. 4) (A)

Transaction(s)

Code V Amount (D) Price

(Instr. 3 and 4)

Class A

Owned by Common 16,900 I corporation Stock

Class A

Common 6,000 D

Stock

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

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SEC 1474 (9-02)

(Instr. 4)

### Edgar Filing: JAMIESON THOMAS J - Form 4

#### 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. Transactic Code (Instr. 8)	Securi	ivative ties red	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying S (Instr. 3 and 4
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Phantom Stock Units (2)	\$ 0 (1)						08/08/1988(2)	08/08/1988(3)	Class A Common Stock
Non-Statutory Stock Option (NSO) (4)	\$ 13.75						12/02/1996	12/02/2006	Class A Common Stock
Non-Statutory Stock Option (NSO) (4)	\$ 18.94						05/15/1998	12/02/2007	Class A Common Stock
Non-Statutory Stock Option (NSO) (4)	\$ 12.625						12/02/1998	12/02/2008	Class A Common Stock
Non-Statutory Stock Option (NSO) (4)	\$ 14.0625						12/02/1999	12/02/2009	Class A Common Stock
Non-Statutory Stock Option (NSO) (4)	\$ 15.69						12/02/2000	12/02/2010	Class A Common Stock
Non-Statutory Stock Option (NSO) (4)	\$ 15.45						12/02/2001	12/02/2011	Class A Common Stock
Non-Statutory Stock Option (NSO) (4)	\$ 16.14						12/02/2002	12/02/2012	Class A Common Stock
Non-Statutory Stock Option (NSO) (4)	\$ 19.22						12/02/2003	12/02/2013	Class A Common Stock
Non-Statutory Stock Option (NSO) (4)	\$ 43.54						12/02/2004	12/02/2014	Class A Common Stock

Non-Statutory Class A Stock Option \$ 61.29 12/15/2005  $A_{\underline{(5)}}$  5,000 12/15/2005 12/15/2015 Common (NSO)  $\underline{(4)}$  Stock

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

JAMIESON THOMAS J C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN AVE., SUITE 300 BAKERSFIELD, CA 93309



## **Signatures**

Kenneth A. Olson under POA for Thomas J. Jamieson

12/16/2005

\*\*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)** 1 for 1
- (2) Phantom Stock Units acquired under the Company's Non-Employee Director Deferred Stock and Compensation Plan in a transaction exempt under Rule 16b-3(c). Shares are exercisable under the terms of the Plan upon resignation from the Board.
- (3) Phantom Stock Units acquired under the Company's Non-Employee Director Deferred Stock and Compensation Plan in a transaction exempt under Rule 16b-3(c). Shares expire under the terms of the Plan upon resignation from the Board.
- (4) NSO Right to buy Berry Petroleum Company Class A Common Stock
- (5) Grant of Nonstatutory Stock Option under the Company's 2005 Equity Incentive Plan in a transaction exempt under Rule 16b-3(c). Shares vest at 25% annually from date of grant.

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.

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