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Keller John H Form 4	Frank							
June 30, 201	1							
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSIO					OMB A	PPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						3235-0287		
Check thi if no long subject to Section 1 Form 4 or Form 5 obligation may cont	6. r Filed purs	uant to Section 16	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Sectio			Expires: January 31 2005 Estimated average burden hours per response 0.5		
See Instru 1(b).		30(h) of the Inv	vestment Company Act of 19	940				
(Print or Type F	Responses)							
1. Name and A Keller John	ddress of Reporting P Frank	Symbol	2. Issuer Name and Ticker or Trading Symbol BERRY PETROLEUM CO [BRY]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (M	iddle) 3. Date of	Earliest Transaction	(Chee)	k an applicabl	.)		
	Y PETROLEUM 7, 1999 BROADW)	(Month/Da 06/30/20 /AY,	-	Director Officer (give below)		6 Owner er (specify		
	(Street)		ndment, Date Original h/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
DENVER, O	CO 80202			Form filed by M Person	Iore than One R	eporting		
(City)	(State) (2	Zip) Table	e I - Non-Derivative Securities Ac	quired, Disposed of	, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date, if any	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or	Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
C1			Code V Amount (D) Price	(Instr. 3 and 4)				
Class A Common Stock				1,200	D			
Reminder: Rep	ort on a separate line f	for each class of secur	ities 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)

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. Transacti Code (Instr. 8)	onof Derivative	6. Date Exercisab Date (Month/Day/Year	-	7. Title and Amor Underlying Secur (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Am or Nu of S
Nonstatutory Stock Option 38.0025	\$ 38.0025					02/02/2006	02/01/2016	Class A Common Stock	10
Nonstatutory Stock Option 12-15-06	\$ 32.565					12/15/2006	12/14/2016	Class A Common Stock	10
2007 Restricted Stock Unit <u>(1)</u>	\$ 0					01/01/2008(2)	12/13/2017 <u>(3)</u>	Class A Common Stock	1,
NSO 2007	\$ 43.61					12/14/2007	12/13/2017	Class A Common Stock	3,
March 2011 Director RSU	\$ 0					03/02/2011	03/02/2021	Class A Common Stock	2,
Phantom Stock Units	\$ 0	06/30/2011		А	383 (4)	08/08/1988	08/08/1988	Class A Common Stock	22

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Reporting Owners

Reporting Owner Name / Address	Relationships				
The second second	Director	10% Owner	Officer	Other	
Keller John Frank C/O BERRY PETROLEUM COMPANY 1999 BROADWAY, SUITE 3700 DENVER, CO 80202					
Signatures					
Kenneth A Olson under POA for John Keller	06	5/30/2011			

**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.

Phantom Stock Units acquired under the Company's Non-Employee Director Deferred Compensation Plan and 2005 Incentive Equity

(4) Plan in transactions 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.