

BUSH WILLIAM E JR  
Form 4/A  
January 18, 2012

**FORM 4**

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BUSH WILLIAM E JR

(Last) (First) (Middle)

(Street)

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

BERRY PETROLEUM CO [BRY]

3. Date of Earliest Transaction  
(Month/Day/Year)

01/09/2012

4. If Amendment, Date Original  
Filed(Month/Day/Year)

01/10/2012

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|-------------------------------------------------------------------|
| Class A<br>Common<br>Stock            |                                         |                                                             |                                         |                                                                         | 173,996                                                                                                            | D                                                                          |                                                                   |
| Class A<br>Common<br>Stock            |                                         |                                                             |                                         |                                                                         | 800                                                                                                                | I                                                                          | As Custodian<br>for minor<br>grandchildren                        |
| Class A<br>Common<br>Stock            | 01/09/2012                              |                                                             | M                                       | 263 <sup>(2)</sup> A                                                    | \$<br>44.395                                                                                                       | 174,259                                                                    | D                                                                 |
| Class A<br>Common<br>Stock            | 01/09/2012                              |                                                             | M                                       | 499 <sup>(2)</sup> A                                                    | \$<br>44.395                                                                                                       | 174,758                                                                    | D                                                                 |

# Edgar Filing: BUSH WILLIAM E JR - Form 4/A

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.**

SEC 1474  
(9-02)

**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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| NSO 2007                                   | \$ 43.61                                               |                                      |                                                    |                                |                                                                                         | 12/14/2007 12/13/2017                                    | Class A Common Stock 3,956                                    |
| Nonstatutory Stock Option 12-15-06         | \$ 32.565                                              |                                      |                                                    |                                |                                                                                         | 12/15/2006 12/14/2016                                    | Class A Common Stock 10,000                                   |
| Phantom Stock Units                        | \$ 0                                                   |                                      |                                                    |                                |                                                                                         | 08/08/1988 08/08/1988                                    | Class A Common Stock 15,997                                   |
| March 2011 Director RSU                    | \$ 0                                                   | 01/09/2012                           |                                                    | M                              | 499<br>(1)                                                                              | 03/02/2011 03/02/2021                                    | Class A Common Stock 2,499                                    |
| 2007 Restricted Stock Unit                 | \$ 0                                                   | 01/09/2012                           |                                                    | M                              | 263<br>(1)                                                                              | 01/01/2008 12/13/2017                                    | Class A Common Stock 1,319                                    |

## Reporting Owners

| Reporting Owner Name / Address | Relationships |           |         |       |
|--------------------------------|---------------|-----------|---------|-------|
|                                | Director      | 10% Owner | Officer | Other |
| BUSH WILLIAM E JR              | X             |           |         |       |

## Signatures

Kenneth A Olson under POA for William  
Bush

01/18/2012

\_\_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) Issuance of 20% of RSU shares per deferral election in place at date of grant
  - (2) Issuance of shares from previous RSU grant based on meeting terms and timing of deferral election

### Remarks:

This Form 4/A is being filed to report the 499 shares acquired from the March 2011 Director RSU grant not reported on initial

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.