### JAMIESON THOMAS J

Form 4

Class A

11/21/2008

November 24, 2008

| November 2   |   |               |   |  |   |   | OMB  | ADDDOV/AL   |  |  |  |
|--|---|---------------|---|--|---|---|--|---|--|--|--|
| FORM   | $14_{\mathrm{UNITED}}$                  | STATES        | SECUE   | RITIES A                               | ND EXCHANGE   | COMMISSIO   | <b>™</b> T   | APPROVAL  |  |  |  |
|  |   |               |   |  | D.C. 20549  |   | OMB<br>Number:   | 3235-0287   |  |  |  |
| Check the if no lon  | ger                                     |               |   |  |   |   | Expires:   | January 31,   |  |  |  |
| subject t<br>Section<br>Form 4 (   | 51A1EN<br>16.<br>or                     |               |   | SECUR                                  |   |   | burden h<br>response                                     | •   |  |  |  |
| Form 5 obligations may continue. See Instruction 1(b).  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 * JAMIESON THOMAS J  |   |               | Symbol  |  | Ticker or Trading   | 5. Relationship of Reporting Person(s) to Issuer  |  |   |  |  |  |
| (It)   | (First)                                 | /_IEE:M       |   |  |   | (Ch   | eck all applica  | ble)  |  |  |  |
| (Last)  C/O BERR   | (First) (S                              | Middle)       | 3. Date of Earliest Transaction (Month/Day/Year) 11/21/2008 |  |   | Director<br>Officer (given the control of th | ve title C   | 0% Owner<br>Other (specify                            |  |  |  |
|  | Y, 1999 BROAD                           |               | 11,21,2   |  |   | below)  | below)   |   |  |  |  |
|  |   |               | 4. If Amendment, Date Original Filed(Month/Day/Year)        |  |   | <ul><li>6. Individual or Joint/Group Filing(Check</li><li>Applicable Line)</li><li>_X_ Form filed by One Reporting Person</li></ul>   |  |   |  |  |  |
| DENVER,  | CA 80202                                |               |   |  |   | Form filed by Person  |  |   |  |  |  |
| (City)   | (State)                                 | (Zip)         | Tab   | le I - Non-E                           | Derivative Securities A   | cquired, Disposed   | of, or Benefic   | ially Owned   |  |  |  |
| 1.Title of<br>Security<br>(Instr. 3)   | 2. Transaction Date<br>(Month/Day/Year) | Execution any |   | 3.<br>Transactic<br>Code<br>(Instr. 8) | 4. Securities Acquired on (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or Amount (D) Price | 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<br>Common<br>Stock   |   |               |   |  |   | 33,800  | I  | Owned by corporation                                  |  |  |  |
| Class A<br>Common<br>Stock   |   |               |   |  |   | 48,000  | D  |   |  |  |  |
| Class A<br>Common<br>Stock   |   |               |   |  |   | 25,000  | I  | Owned by partnership                                  |  |  |  |

P

300

A \$ 9.7 51,534

Owned by

I

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| Common<br>Stock            |            |   |       |   |            |        |   | Trust             |
|----------------------------|------------|---|-------|---|------------|--------|---|-------------------|
| Class A<br>Common<br>Stock | 11/21/2008 | P | 100   | A | \$ 9.8     | 51,634 | I | Owned by<br>Trust |
| Class A<br>Common<br>Stock | 11/21/2008 | P | 1,000 | A | \$<br>9.82 | 52,634 | I | Owned by<br>Trust |

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

SEC 1474 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.

(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.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. Dr.Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Date<br>(Month/Day/Year<br>e |                 | 7. Title and Amou<br>Underlying Securi<br>(Instr. 3 and 4) |                             |
|---|---|--------------------------------------|---|--|--|------------------------------|-----------------|--|-----------------------------|
|   |   |                                      |   | Code V                                 | (A) (D)  | Date Exercisable             | Expiration Date | Title  | Amor<br>or<br>Numl<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                                 | 10,0                        |
| Nonstatutory<br>Stock<br>Options<br>12-2-01         | \$ 7.725  |                                      |   |  |  | 12/02/2001                   | 12/02/2011      | Class A<br>Common<br>Stock                                 | 10,0                        |
| Nonstatutory<br>Stock<br>Options<br>12-2-02         | \$ 8.07   |                                      |   |  |  | 12/02/2002                   | 12/02/2012      | Class A<br>Common<br>Stock                                 | 10,0                        |
| Nonstatutory<br>Stock<br>Options<br>12-2-03         | \$ 9.61   |                                      |   |  |  | 12/02/2003                   | 12/02/2013      | Class A<br>Common<br>Stock                                 | 10,0                        |

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| Nonstatutory<br>Stock<br>Options<br>12-2-04 | \$ 21.77        | 12/02/2004    | 12/02/2014    | Class A<br>Common<br>Stock | 10,0 |
|---|-----------------|---------------|---------------|----------------------------|------|
| Nonstatutory<br>Stock Option<br>12-15-05    | \$ 30.645       | 12/15/2005    | 12/15/2015    | Class A<br>Common<br>Stock | 10,0 |
| Phantom<br>Stock Units                      | \$ 0 <u>(2)</u> | 08/08/1988(3) | 08/08/1988(4) | Class A<br>Common<br>Stock | 33,4 |
| Nonstatutory<br>Stock Option<br>12-15-06    | \$ 32.565       | 12/15/2006    | 12/14/2016    | Class A<br>Common<br>Stock | 10,0 |
| 2007<br>Restricted<br>Stock Unit (5)        | \$ 0            | 01/01/2008(6) | 12/13/2017(7) | Class A<br>Common<br>Stock | 1,3  |
| NSO 2007                                    | \$ 43.61        | 12/14/2007    | 12/13/2017    | Class A<br>Common<br>Stock | 3,9  |

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

JAMIESON THOMAS J C/O BERRY PETROLEUM COMPANY 1999 BROADWAY, SUITE 3700 DENVER, CA 80202

### **Signatures**

Kenneth A Olson under POA for Thomas

Jamieson 11/24/2008

\*\*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**) 1 for 1
- (3) Phantom Stock Units acquired under the Company's Non-Employee Director Deferred Compensation Plan in a transaction exempt under Rule 16b-3(c). Shares of Common Stock are issued under terms of the Plan upon resignation from the board of directors.
- (4) Phantom Stock Units acquired under the Company's Non-Employee Director Deferred Compensation Plan in a transaction exempt under Rule 16b-3(c). Shares of Common Stock are issued under terms of the Plan upon resignation from the board of directors.

**(5)** 1 for 1

Reporting Owners 3

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- (6) 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.
- (7) 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.

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.