

HEINEMANN ROBERT  
Form 4  
January 09, 2013

**FORM 4**

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

OMB APPROVAL

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**HEINEMANN ROBERT**

(Last) (First) (Middle)

**C/O BERRY PETROLEUM COMPANY, 1999 BROADWAY, SUITE 3700**

(Street)

**DENVER, CO 80202**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**BERRY PETROLEUM CO [BRY]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**01/08/2013**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**President and CEO**

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 Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| Class A Common Stock            |                                      |  |                                |   | 14,425  | I  | Held in 401(k) Plan                                   |
| Class A Common Stock            | 01/08/2013                           |  | M                              |   | <u>34,666</u> <sup>(5)</sup>  | A  | \$ 35.535 271,791                                     |
| Class A Common Stock            | 01/09/2013                           |  | M                              |   | <u>5,962</u> <sup>(5)</sup>   | A  | \$ 35.645 277,753                                     |
| Class A Common Stock            | 01/09/2013                           |  | S                              |   | 3,236   | D  | \$ 274,517  |

Edgar Filing: HEINEMANN ROBERT - Form 4

|                      |            |   |       |   |            |         |   |
|----------------------|------------|---|-------|---|------------|---------|---|
| Common Stock         |            |   |       |   |            | 35.0047 |   |
| Class A Common Stock | 01/09/2013 | S | 526   | D | \$ 35.04   | 273,991 | D |
| Class A Common Stock | 01/09/2013 | S | 626   | D | \$ 35.05   | 273,365 | D |
| Class A Common Stock | 01/09/2013 | S | 800   | D | \$ 35.0538 | 272,565 | D |
| Class A Common Stock | 01/09/2013 | S | 1,982 | D | \$ 35.06   | 270,583 | D |
| Class A Common Stock | 01/09/2013 | S | 2,526 | D | \$ 35.07   | 268,057 | D |
| Class A Common Stock | 01/09/2013 | S | 126   | D | \$ 35.1    | 267,931 | D |
| Class A Common Stock | 01/09/2013 | S | 100   | D | \$ 35.16   | 267,831 | D |
| Class A Common Stock | 01/09/2013 | S | 181   | D | \$ 35.21   | 267,650 | D |
| Class A Common Stock | 01/09/2013 | S | 319   | D | \$ 35.2163 | 267,331 | D |

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 Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|

Edgar Filing: HEINEMANN ROBERT - Form 4

|   |                     |  | Code | V | (A)        | (D) | Date Exercisable          | Expiration Date | Title                |
|---|---------------------|--|------|---|------------|-----|---------------------------|-----------------|----------------------|
| Nonstatutory Stock Option 11-23-04            | \$ 21.58            |  |      |   |            |     | 11/23/2005                | 11/23/2014      | Class A Common Stock |
| Nonstatutory Stock Option 12-15-05            | \$ 30.645           |  |      |   |            |     | 12/15/2006                | 12/15/2015      | Class A Common Stock |
| Phantom Stock Units <sup>(1)</sup>            | \$ 0                |  |      |   |            |     | 08/08/1988                | 08/08/1988      | Class A Common Stock |
| Nonstatutory Stock Option 12-15-06            | \$ 32.565           |  |      |   |            |     | 12/15/2007                | 12/14/2016      | Class A Common Stock |
| NSO 2007                                      | \$ 43.61            |  |      |   |            |     | 12/14/2008                | 12/13/2017      | Class A Common Stock |
| 2009 Restricted Stock Units                   | \$ 0                |  |      |   |            |     | 12/11/2010                | 12/11/2019      | Class A Common Stock |
| Perf Based RSUs 3-16-10 <sup>(1)</sup>        | \$ 0 <sup>(3)</sup> |  |      |   |            |     | 12/31/2012 <sup>(3)</sup> | 12/31/2012      | Class A Common Stock |
| March 2011 Employee RSU Grant                 | \$ 0                |  |      |   |            |     | 03/02/2012                | 03/02/2021      | Class A Common Stock |
| Non-Statutory Stock Option 3-2-2011 - \$48.50 | \$ 48.5             |  |      |   |            |     | 03/02/2012                | 03/02/2021      | Class A Common Stock |
| Perf Based RSU 3-2-2011                       | \$ 0                |  |      |   |            |     | 12/31/2013                | 03/02/2021      | Class A Common Stock |
| Perf Based RSUs 3-2-12                        | \$ 0                |  |      |   |            |     | 12/31/2014                | 03/02/2022      | Class A Common Stock |
| March 2, 2012 Employee RSU Grant              | \$ 0                |  |      |   |            |     | 03/02/2013                | 03/02/2022      | Class A Common Stock |
| Non Statutory Stock Option 3-2-12             | \$ 53.02            |  |      |   |            |     | 03/02/2013                | 03/02/2022      | Class A Common Stock |
|   | \$ 0                |  |      |   | 01/08/2013 |     | M                         | 12/12/2009      | 12/11/2018           |

