

YOUNG MARTIN H JR

Form 4

July 05, 2005

**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  
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2005  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
YOUNG MARTIN H JR

(Last) (First) (Middle)

C/O BERRY PETROLEUM  
COMPANY, 5201 TRUXTUN  
AVE., SUITE 300

(Street)

BAKERSFIELD, CA 93309

(City) (State) (Zip)

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

BERRY PETROLEUM CO [BRY]

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

06/30/2005

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)

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<br>Acquired (A) or<br>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. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             |                                         | (A)<br>or<br>(D)                                                           |                                                                                                                    |                                                                      |                                                                   |
|                                       |                                         |                                                             |                                         | Code V Amount (D) Price                                                    |                                                                                                                    |                                                                      |                                                                   |
| Class A<br>Common<br>Stock            |                                         |                                                             |                                         |                                                                            | 10,000                                                                                                             | 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  
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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

# Edgar Filing: YOUNG MARTIN H JR - Form 4

| 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<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and Expiration<br>Date<br>(Month/Day/Year) |     | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) |                           | 8. Amount<br>or<br>Number<br>of<br>Shares |                                        |
|-------------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|----------------------------------------------------------------|---------------------------|-------------------------------------------|----------------------------------------|
|                                                       |                                                                       |                                         |                                                             | Code                                    | V                                                                                                                  | (A)                                                            | (D) | Date Exercisable                                               | Expiration Date           | Title                                     | Amount<br>or<br>Number<br>of<br>Shares |
| Phantom<br>Stock Units                                | \$ 0 <sup>(1)</sup>                                                   | 06/30/2005                              |                                                             | A                                       |                                                                                                                    | 501                                                            |     | 08/08/1988 <sup>(2)</sup>                                      | 08/08/1988 <sup>(3)</sup> | Class A<br>Common<br>Stock                |                                        |
| Non-Statutory<br>Stock Option<br>(NSO) <sup>(4)</sup> | \$ 14.0625                                                            |                                         |                                                             |                                         |                                                                                                                    |                                                                |     | 12/02/1999                                                     | 12/02/2009                | Class A<br>Common<br>Stock                | 5                                      |
| Non-Statutory<br>Stock Option<br>(NSO) <sup>(4)</sup> | \$ 15.69                                                              |                                         |                                                             |                                         |                                                                                                                    |                                                                |     | 12/02/2000                                                     | 12/02/2010                | Class A<br>Common<br>Stock                | 5                                      |
| Non-Statutory<br>Stock Option<br>(NSO) <sup>(4)</sup> | \$ 15.45                                                              |                                         |                                                             |                                         |                                                                                                                    |                                                                |     | 12/02/2001                                                     | 12/02/2011                | Class A<br>Common<br>Stock                | 5                                      |
| Non-Statutory<br>Stock Option<br>(NSO) <sup>(4)</sup> | \$ 16.14                                                              |                                         |                                                             |                                         |                                                                                                                    |                                                                |     | 12/02/2002                                                     | 12/02/2012                | Class A<br>Common<br>Stock                | 5                                      |
| Non-Statutory<br>Stock Option<br>(NSO) <sup>(4)</sup> | \$ 19.22                                                              |                                         |                                                             |                                         |                                                                                                                    |                                                                |     | 12/02/2003                                                     | 12/02/2013                | Class A<br>Common<br>Stock                | 5                                      |
| Non-Statutory<br>Stock Option<br>(NSO) <sup>(4)</sup> | \$ 43.54                                                              |                                         |                                                             |                                         |                                                                                                                    |                                                                |     | 12/02/2004                                                     | 12/02/2014                | Class A<br>Common<br>Stock                | 5                                      |

## Reporting Owners

| Reporting Owner Name / Address                                                                            | Relationships |           |         |       |
|-----------------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                                           | Director      | 10% Owner | Officer | Other |
| YOUNG MARTIN H JR<br>C/O BERRY PETROLEUM COMPANY<br>5201 TRUXTUN AVE., SUITE 300<br>BAKERSFIELD, CA 93309 |               | X         |         |       |

## Signatures

Kenneth A. Olson under POA for Martin H.  
Young, Jr.

07/05/2005

\_\_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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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