

BERRY PETROLEUM CO  
 Form 4/A  
 November 07, 2007

**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

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**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 \*  
**GOEHRING RALPH J**

(Last) (First) (Middle)

C/O BERRY PETROLEUM  
 COMPANY 5201 TRUXTUN

(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)  
**11/02/2007**

4. If Amendment, Date Original Filed(Month/Day/Year)  
**11/06/2007**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 \_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
 Executive VP and CFO

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 or (D) Price		
Class A Common Stock	11/02/2007		M		15,000 A \$ 9.97	80,474	D
Class A Common Stock	11/02/2007		S		200 D \$ 45.59	80,274	D
Class A Common Stock	11/02/2007		S		100 D \$ 45.55	80,174	D
Class A Common	11/02/2007		S		100 D \$ 45.51	80,074	D

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Stock							
Class A Common Stock	11/02/2007	S	300	D	\$ 45.5	79,774	D
Class A Common Stock	11/02/2007	S	400	D	\$ 45.49	79,374	D
Class A Common Stock	11/02/2007	S	1,200	D	\$ 45.48	78,174	D
Class A Common Stock	11/02/2007	S	600	D	\$ 45.47	77,574	D
Class A Common Stock	11/02/2007	S	300	D	\$ 45.46	77,274	D
Class A Common Stock	11/02/2007	S	1,400	D	\$ 45.44	75,874	D
Class A Common Stock	11/02/2007	S	1,009	D	\$ 45.43	74,865	D
Class A Common Stock	11/02/2007	S	300	D	\$ 45.42	74,565	D
Class A Common Stock	11/02/2007	S	900	D	\$ 45.41	73,665	D
Class A Common Stock	11/02/2007	S	100	D	\$ 45.4	73,565	D
Class A Common Stock	11/02/2007	S	200	D	\$ 45.39	73,365	D
Class A Common Stock	11/02/2007	S	3,100	D	\$ 45.38	70,265	D
Class A Common Stock	11/02/2007	S	100	D	\$ 45.36	70,165	D
Class A Common Stock	11/02/2007	S	200	D	\$ 45.34	69,965	D

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Class A Common Stock	11/02/2007		S	300	D	\$ 45.33	69,665	D		
Class A Common Stock	11/02/2007		S	700	D	\$ 45.32	68,965	D		
Class A Common Stock	11/02/2007		S	345	D	\$ 45.31	68,620	D		
Class A Common Stock	11/02/2007		S	3,146	D	\$ 45.3	65,474	D		
Class A Common Stock	11/02/2007		J	V	35 <u>(7)</u>	D	\$ 0	4,947	I	Held in 401(k) Plan

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

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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)

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 Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Nonstatutory Stock Option	\$ 21.58					11/23/2005	11/23/2014	Class A Common Stock	70,000
Nonstatutory Stock Option	\$ 30.645					12/15/2006	12/15/2015	Class A Common Stock	40,000
Restricted Stock Units	\$ 0 <u>(1)</u>					<u>(2)</u>	<u>(3)</u>	Class A Common Stock	7,500
Nonstatutory Stock Option	\$ 32.565					12/15/2007	12/14/2016	Class A Common	40,000

