UNITED STATES SECURITIES AND EXCHANGE COMMISSION

### BERRY PETROLEUM CO

Form 4

Common

Common

Stock Class A 12/12/2013

12/12/2013

December 12, 2013

#### 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Ciotti George W Issuer Symbol BERRY PETROLEUM CO [BRY] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner Other (specify Officer (give title 1999 BROADWAY, SUITE 3700 12/11/2013 below) below) VP of Rocky Mtn Prod (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting DENVER, CO 80202 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Direct Beneficial (Month/Day/Year) (Instr. 8) Owned (D) or Ownership Following Indirect (I) (Instr. 4) Reported (Instr. 4) (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price Class A Held in Ι 401(k) Common 6,718 Stock account Class A 1,867 Common 12/11/2013 M A \$ 49.61 15.144 D (1) Stock Class A

S

S

109 (2) D

500 (2) D

\$

49.012

15,035

14,535

D

D

**OMB APPROVAL** 

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### Edgar Filing: BERRY PETROLEUM CO - Form 4

### Stock

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

Persons who respond to the collection of SEC 1474 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 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. Transacti Code (Instr. 8)	5. Number proof 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 Amoun Underlying Securiti (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amor or Numl of Share
March 2011 Employee RSU Grant	\$ 0						03/02/2012	03/02/2021	Class A Common Stock	4,02
Non-Statutory Stock Option 3-2-2011 - \$48.50	\$ 48.5						03/02/2012	03/02/2021	Class A Common Stock	4,6
Perf Based RSU 3-2-2011	\$ 0						12/31/2013	03/02/2021	Class A Common Stock	3,5
March 2, 2012 Employee RSU Grant	\$ 0						03/02/2013	03/02/2022	Class A Common Stock	2,73
Non Statutory Stock Option 3-2-12	\$ 53.02						03/02/2013	03/02/2022	Class A Common Stock	4,34
Perf Based RSUs 3-2-12	\$ 0						12/31/2014	03/02/2022	Class A Common Stock	3,2
March 4, 2013 Employee RSU Grant	\$ 0						03/04/2014	03/04/2023	Class A Common Stock	8,68
	\$ 0	12/11/2013		M			12/11/2010	12/11/2019		1,80

20091,867Class ARestricted(1)CommonStock UnitsStock

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Ciotti George W

1999 BROADWAY, SUITE 3700 VP of Rocky Mtn Prod

DENVER, CO 80202

**Signatures** 

Kenneth A. Olson Under POA for George W.
Ciotti

12/12/2013

\*\*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) Vested shares issued pursuant to Rule 16b-3 plan.
- (2) Shares sold to cover taxes on RSU vesting under Rule 16b-3 Plan.

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.

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