

BERRY PETROLEUM CO  
Form 4  
March 11, 2005

**FORM 4**

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

OMB APPROVAL

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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 \*  
**REHKOPF BRIAN L**

(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)  
**03/09/2005**

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)  
**Vice President of Engineering**

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |
| Class A Common Stock            | 03/09/2005                           |  | M <sup>(2)</sup>               | 7,500 A   | \$ 16.5   | 34,487   | D   |
| Class A Common Stock            | 03/09/2005                           |  | F <sup>(2)</sup>               | 3,947 D   | \$ 62.78  | 30,540   | D   |
| Class A Common Stock            | 03/09/2005                           |  | S                              | 1,000 D   | \$ 64.569   | 29,540   | D   |
| Class A Common Stock            | 03/09/2005                           |  | S                              | 600 D   | \$ 64.6   | 28,940   | D   |

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|                      |                           |  |   |                          |   |          |        |   |                     |
|----------------------|---------------------------|--|---|--------------------------|---|----------|--------|---|---------------------|
| Common Stock         |                           |  |   |                          |   |          |        |   |                     |
| Class A Common Stock | 03/09/2005                |  | S | 300                      | D | \$ 64.64 | 28,640 | D |                     |
| Class A Common Stock | 03/09/2005                |  | S | 100                      | D | \$ 64.65 | 28,540 | D |                     |
| Class A Common Stock | 03/09/2005 <sup>(1)</sup> |  | J | 16 <sup>(1)</sup>        | D | \$ 0     | 1,962  | I | Held in 401(k) Plan |
| Class A Common Stock | 03/10/2005                |  | J | 1,962 <sup>(1) (3)</sup> | D | \$ 56.17 | 0      | 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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(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 of Underlying Securities (Instr. 3 and 4) |                      |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                | Amount or Number of Shares |
| Nonstatutory Stock Option (Right to Buy) NSO | \$ 15.5  |                                      |  |                                |   | 06/02/1998   | 06/02/2007  | Class A Common Stock | 30,000                     |
| Nonstatutory Stock Option (Right to Buy) NSO | \$ 19.375  |                                      |  |                                |   | 12/05/1998   | 12/05/2007  | Class A Common Stock | 10,000                     |
| Nonstatutory Stock Option (Right to Buy) NSO | \$ 12.5  |                                      |  |                                |   | 12/04/1999   | 12/04/2008  | Class A Common Stock | 10,000                     |

Buy) NSO

|   |          |  |  |  |  |            |            |                            |        |
|---|----------|--|--|--|--|------------|------------|----------------------------|--------|
| Nonstatutory<br>Stock Option<br>(Right to<br>Buy) NSO | \$ 15.69 |  |  |  |  | 12/02/2001 | 12/02/2010 | Class A<br>Common<br>Stock | 20,000 |
|---|----------|--|--|--|--|------------|------------|----------------------------|--------|

|   |         |  |  |  |  |            |            |                            |        |
|---|---------|--|--|--|--|------------|------------|----------------------------|--------|
| Nonstatutory<br>Stock Option<br>(Right to<br>Buy) NSO | \$ 16.3 |  |  |  |  | 12/07/2002 | 12/07/2011 | Class A<br>Common<br>Stock | 20,000 |
|---|---------|--|--|--|--|------------|------------|----------------------------|--------|

|   |         |            |  |                  |       |            |            |                            |       |
|---|---------|------------|--|------------------|-------|------------|------------|----------------------------|-------|
| Nonstatutory<br>Stock Option<br>(Right to<br>Buy) NSO | \$ 16.5 | 03/09/2005 |  | M <sup>(2)</sup> | 7,500 | 12/06/2003 | 12/06/2012 | Class A<br>Common<br>Stock | 7,500 |
|---|---------|------------|--|------------------|-------|------------|------------|----------------------------|-------|

|   |          |  |  |  |  |            |            |                            |        |
|---|----------|--|--|--|--|------------|------------|----------------------------|--------|
| Nonstatutory<br>Stock Option<br>(Right to<br>Buy) NSO | \$ 19.94 |  |  |  |  | 12/05/2004 | 12/05/2013 | Class A<br>Common<br>Stock | 20,000 |
|---|----------|--|--|--|--|------------|------------|----------------------------|--------|

|   |          |  |  |  |  |            |            |                            |        |
|---|----------|--|--|--|--|------------|------------|----------------------------|--------|
| Nonstatutory<br>Stock Option<br>(Right to<br>Buy) NSO | \$ 43.16 |  |  |  |  | 11/23/2005 | 11/23/2014 | Class A<br>Common<br>Stock | 20,000 |
|---|----------|--|--|--|--|------------|------------|----------------------------|--------|

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                               |       |
|---|---------------|-----------|-------------------------------|-------|
|   | Director      | 10% Owner | Officer                       | Other |
| REHKOPF BRIAN L<br>C/O BERRY PETROLEUM COMPANY<br>5201 TRUXTUN AVE., SUITE 300<br>BAKERSFIELD, CA 93309 |               |           | Vice President of Engineering |       |

## Signatures

Kenneth A. Olson under Power of Attorney  
on file 03/11/2005

\_\_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) The change in the number of shares in the Berry Petroleum Company Common Stock Fund in the Company's 401(k) Plan is due to the required liquidation of shares to cover the required cash portion of the fund from January 1, 2005 through March 9, 2005. These transactions were at market and no discretionary transactions have occurred in the holdings of Company Stock in the 401(k) Plan during the period covered.
- (2) Exercise of stock option under the Company's 1994 Stock Option Plan in a transaction exempt under Rule 16B.
- (3) On March 10, 2005 all of Mr. Rehkopf's shares of Berry Petroleum Company were liquidated in the 401(k) pursuant to his instructions to the Trustee.

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