

BUSCH RALPH B III
 Form 4
 January 04, 2005

FORM 4

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

OMB APPROVAL

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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 *
BUSCH RALPH B III

(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)
 12/31/2004

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 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)
Class A Common Stock				(A) or (D) Price	76,324	D	(1) As Co-Trustee of a Charitable Remainder Trust
Class A Common Stock				(A) or (D) Price	49,875	I	(1) As Co-Trustee of a Charitable Remainder Trust
Class A Common Stock				(A) or (D) Price	66,220	I	(2) As Co-Trustee

Stock

of shares held in a trust at Union Bank of California

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

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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 Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Phantom Stock Units	\$ 0 ⁽¹⁾	12/31/2004		A	134	08/08/1988 ⁽²⁾	08/08/1988 ⁽³⁾	Class A Common Stock
Non-Statutory Stock Option (NSO) ⁽⁴⁾	\$ 13.75					12/02/1996	12/02/2006	Class A Common Stock
Non-Statutory Stock Option (NSO) ⁽⁴⁾	\$ 18.94					05/15/1998	12/02/2007	Class A Common Stock
Non-Statutory Stock Option (NSO) ⁽⁴⁾	\$ 14.0625					12/02/1999	12/02/2009	Class A Common Stock
Non-Statutory Stock Option (NSO) ⁽⁴⁾	\$ 15.69					12/02/2000	12/02/2010	Class A Common Stock
Non-Statutory Stock Option (NSO) ⁽⁴⁾	\$ 15.45					12/02/2001	12/02/2011	Class A Common Stock
	\$ 16.14					12/02/2002	12/02/2012	

