

WEATHERLY B F  
Form 4  
April 21, 2008

**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 \*  
WEATHERLY B F

(Last) (First) (Middle)  
200 NORTH CANAL STREET  
(Street)

NATCHEZ, MS 391203212

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
CALLON PETROLEUM CO [CPE]

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/18/2008

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)  
Executive Vice President/ 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 Ownership (Instr. 4)			
			Code	V	Amount or (D) Price					
Common Stock	04/18/2008	04/18/2008	A	V	15,000 (1)	A	\$ 0	15,000	D	
Common Stock								600	I	401(k) Account (2)
Common Stock								2,288	I	IRA Account
Common Stock								29,412	I	Jt. Ten. with Spouse

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 required to respond unless the form displays a currently valid OMB control number.

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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	Amount or Number of
2008 Performance Stock Award	(3)	04/18/2008	04/18/2008	A	V	15,000		(3)	(3)	Common Stock	1
2004 Performance Shares	\$ 13.71							05/05/2005 <sup>(4)</sup>	07/14/2014	Common Stock	10
2006 Restricted Shares	\$ 15.93							11/16/2007 <sup>(5)</sup>	11/16/2010	Common Stock	3
Stock Option (Right to Buy)	\$ 9.47							11/29/1998	05/29/2008	Common Stock	5
Stock Option (Right to Buy)	\$ 10.97							10/30/1999	04/23/2009	Common Stock	5
Stock Option (Right to Buy)	\$ 13.56							11/10/2000	05/10/2010	Common Stock	5
Stock Option (Right to Buy)	\$ 10.5							01/25/2001	07/25/2010	Common Stock	20
Stock Option (Right to Buy)	\$ 11.61							11/05/2001	05/04/2011	Common Stock	5
Stock Option (Right to Buy)	\$ 6.05							11/09/2002	05/08/2012	Common Stock	5

