

WEATHERLY B F  
Form 4  
August 21, 2006

**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 \*  
WEATHERLY B F

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)  
08/17/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)

NATCHEZ, MS 391203212  
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

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) |   |                      |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---|----------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |   |                      |
| Common Stock                    | 08/17/2006                           | 08/17/2006   | M                              | V   | 5,000<br>(1)  | A  | \$ 12 15,600                      | I | Jt. Ten. with Spouse |
| Common Stock                    | 08/17/2006                           | 08/17/2006   | F                              | V   | 3,798   | D  | \$ 15.8 11,802                    | I | Jt. Ten. with Spouse |
| Common Stock                    |                                      |  |                                |   |   |  | 2,288                             | I | IRA Account          |

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**

SEC 1474 (9-02)

displays a currently valid OMB control number.

**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 |        |
| Stock Option (Right to Buy)                | \$ 12  | 08/17/2006                           | 08/17/2006   | M                              | V   | 5,000<br><u>(1)</u>                                      | 02/23/1997      | 08/23/2006  | Common Stock               | 5,000  |
| 2004 Performance Shares                    | \$ 13.71   |                                      |  |                                |   |  | 05/05/2005      | 07/14/2014  | Common Stock               | 15,000 |
| Stock Option (Right to Buy)                | \$ 15.31   |                                      |  |                                |   |  | 12/20/1997      | 06/20/2007  | Common Stock               | 5,000  |
| Stock Option (Right to Buy)                | \$ 9.47  |                                      |  |                                |   |  | 11/29/1998      | 05/29/2008  | Common Stock               | 5,000  |
| Stock Option (Right to Buy)                | \$ 10.97   |                                      |  |                                |   |  | 10/30/1999      | 04/23/2009  | Common Stock               | 5,000  |
| Stock Option (Right to Buy)                | \$ 13.56   |                                      |  |                                |   |  | 11/10/2000      | 05/10/2010  | Common Stock               | 5,000  |
| Stock Option (Right to Buy)                | \$ 10.5  |                                      |  |                                |   |  | 01/25/2001      | 07/25/2010  | Common Stock               | 20,000 |
| Stock Option (Right to Buy)                | \$ 11.61   |                                      |  |                                |   |  | 11/05/2001      | 05/04/2011  | Common Stock               | 5,000  |
| Stock Option (Right to Buy)                | \$ 6.05  |                                      |  |                                |   |  | 11/09/2002      | 05/08/2012  | Common Stock               | 5,000  |
| Stock Options                              | \$ 5.12  |                                      |  |                                |   |  | 11/03/2003      | 05/02/2013  | Common Stock               | 5,000  |

(Right to Buy)

Stock Option

(Right to Buy) \$ 12.4

11/08/2004 05/06/2014

Common Stock

5,00

Stock Option

(Right to Buy) \$ 13.71

11/05/2005 05/05/2015

Common Stock

5,00

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| WEATHERLY B F<br>200 NORTH CANAL STREET<br>NATCHEZ, MS 391203212 | X             |           |         |       |

## Signatures

By: Robert A. Mayfield as  
Attorney-in-fact for

08/18/2006

\_\_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) Represents a partial exercise of options scheduled to expire on August 23, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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