

Anderson Daniel G  
 Form 4  
 September 08, 2011

**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 \*  
 Anderson Daniel G

2. Issuer Name and Ticker or Trading Symbol  
 BERRY PETROLEUM CO [BRY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 C/O BERRY PETROLEUM COMPANY, 1999 BROADWAY, SUITE 3700

3. Date of Earliest Transaction (Month/Day/Year)  
 09/07/2011

\_\_\_\_ Director  
 \_\_\_\_ Officer (give title below)  
 \_\_\_\_ 10% Owner  
 \_\_\_\_ Other (specify below)  
 Former VP

(Street)  
 DENVER, CO 80202

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

(City) (State) (Zip)

**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) Code V Amount (D) Price			
Class A Common Stock					8,287	D	
Class A Common Stock					1,119	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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SEC 1474 (9-02)

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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Nonstatutory Stock Option 3-22-06	\$ 34.06					03/22/2009 <sup>(1)</sup>	05/07/2012	Class A Common Stock
Nonstatutory Stock Option 12-15-06	\$ 32.565					12/15/2007	05/07/2012	Class A Common Stock
2007 Restricted Stock Unit	\$ 0	09/07/2011		E <sup>(2)</sup>	1,190 <sup>(2)</sup>	12/14/2008	05/07/2012	Class A Common Stock
2008 Restricted Stock Units	\$ 0	09/07/2011		E <sup>(2)</sup>	12,500 <sup>(2)</sup>	12/12/2009	05/07/2012	Class A Common Stock
2009 Restricted Stock Units	\$ 0	09/07/2011		E <sup>(2)</sup>	6,998 <sup>(2)</sup>	12/11/2010	05/07/2012	Class A Common Stock
March 2011 Employee RSU Grant	\$ 0	09/07/2011		E <sup>(2)</sup>	2,784 <sup>(2)</sup>	03/02/2012	09/07/2011	Class A Common Stock
Non-Statutory Stock Option 3-3-2011 - \$48.50	\$ 48.5	09/07/2011		E <sup>(2)</sup>	3,195 <sup>(2)</sup>	03/02/2012	09/07/2011	Class A Common Stock
Perf Based RSU 3-2-2011	\$ 0	09/07/2011		E <sup>(2)</sup>	2,435 <sup>(2)</sup>	12/31/2013	09/07/2011	Class A Common Stock
Perf Based RSUs 3-16-10	\$ 0	09/07/2011		E <sup>(2)</sup>	4,130 <sup>(2)</sup>	12/31/2012	09/07/2011	Class A Common Stock
NSO 2007	\$ 43.61	09/07/2011		E <sup>(2)</sup>	3,570 <sup>(2)</sup>	12/14/2008	05/07/2012	Class A Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Anderson Daniel G C/O BERRY PETROLEUM COMPANY 1999 BROADWAY, SUITE 3700 DENVER, CO 80202				Former VP

## Signatures

Kenneth A Olson under POA for Daniel Anderson	09/08/2011
<small>**Signature of Reporting Person</small>	<small>Date</small>

## 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) Non Statutory Stock Options (NSO). NSOs vest 100% 3 years from date of grant.
  - (2) Expiration of unvested options and restricted stock units upon termination of employment.

### Remarks:

Mr. Anderson's last date of employment with Berry Petroleum Company was on September 7, 2011. This Form 4 is being filed

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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