

Anderson Daniel G  
Form 4  
September 08, 2011

**FORM 4**

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

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

## OMB APPROVAL

OMB  
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2005  
Estimated average  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Anderson Daniel G

(Last) (First) (Middle)

C/O BERRY PETROLEUM  
COMPANY, 1999 BROADWAY,  
SUITE 3700

(Street)

DENVER, CO 80202

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

BERRY PETROLEUM CO [BRY]

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

09/07/2011

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 \_\_\_\_ Other (specify  
below) below)  
Former VP

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ 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)
			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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information contained in this form are not  
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SEC 1474  
(9-02)

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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 An Underlying Sec (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 (2)	12/14/2008 05/07/2012	Class A Common Stock
2008 Restricted Stock Units	\$ 0	09/07/2011		E <sup>(2)</sup>	12,500 (2)	12/12/2009 05/07/2012	Class A Common Stock
2009 Restricted Stock Units	\$ 0	09/07/2011		E <sup>(2)</sup>	6,998 (2)	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 (2)	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 (2)	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 (2)	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 (2)	12/31/2012 09/07/2011	Class A Common Stock
NSO 2007	\$ 43.61	09/07/2011		E <sup>(2)</sup>	3,570 (2)	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
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) 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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