FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	_		
STATEMENT	OF CHANGES	S IN BENEFICIAL	OWNERSHIP

0	ME	3 APPROVAL	

ı	OMB Number:	3235-0287
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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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* JAMIESON THOMAS J									cker or Trac OLEUN		Symbol O[BRY]	(Che	Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) C/O BERI			of Earliest 2010	t Tran	saction (M	onth/	Day/Year)		Officer (below)	give title		Other (s below)	pecify					
(Street) DENVER		SUITE 3700	4. If	4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Appl Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person														
(City)	(Sta	ate) (Zip)															
			ole I - No	1		_			-i	, Dis	sposed of,			1				
1. Title of Se	ecurity (Instr.	3)		Date	saction /Day/Yea	ır) I	2A. Deeme Execution if any (Month/Da	Date	Code (4. Securities Disposed Of 5)	(D) (Instr.		5. Amount of Securities Beneficially Owned Follow Reported	owing (6. Owne Form: D D) or In I) (Instr.	irect Inc direct Be 4) Ov	Nature of lirect neficial vnership str. 4)
									Code	v	Amount	(A) or (D)	Price	Transaction (Instr. 3 and				
Class A Co	ommon Stoc	ck												33,80	00	I		wned by rporation
Class A Co	ommon Stoc	ck												58,00	00	D		
Class A Co	ommon Stoc	ck												25,00	00	I		wned by rtnership
Class A Co	ommon Stoc	ck												138,0	62	I		wned by rust
			Table II								osed of, o			Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/Da	Date,	4. Transa Code (I 8)			tive ties ed sed	6. Date Ex Expiration (Month/Da	n Date	e	of Securi Underlyin	ng e Security	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securitie Beneficia Owned Following Reported Transacti (Instr. 4)	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisab	ole	Expiration Date	Title	Amount or Number of Shares					
Nonstatutory Stock Options 12- 2-01	\$7.725								12/02/20	01	12/02/2011	Class A Common Stock	10,000		10,00	00	D	
Nonstatutory Stock Options 12- 2-02	\$8.07								12/02/20	02	12/02/2012	Class A Common Stock	10,000		10,00	00	D	
Nonstatutory Stock Options 12- 2-03	\$9.61								12/02/20	03	12/02/2013	Class A Common Stock	10,000		10,00	00	D	
Nonstatutory Stock Options 12- 2-04	\$21.77								12/02/20	04	12/02/2014	Class A Common Stock	10,000		10,00	00	D	
Nonstatutory Stock Option 12- 15-05	\$30.645								12/15/20	05	12/15/2015	Class A Common Stock	10,000		10,00	00	D	
Nonstatutory Stock Option 12- 15-06	\$32.565								12/15/20	06	12/14/2016	Class A Common Stock	10,000		10,00	00	D	
2007 Restricted Stock Unit ⁽¹⁾	\$0								01/01/200	8 ⁽²⁾	12/13/2017 ⁽³⁾	Class A Common Stock	1,319		1,31	9	D	
NSO 2007	\$43.61								12/14/20	07	12/13/2017	Class A Common Stock	3,956		3,95	6	D	

	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
1	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. Transa Code (8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		nd 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
	Phantom Stock Units	\$0 ⁽⁴⁾	12/31/2010		A		529 ⁽⁵⁾		08/08/1988	08/08/1988	Class A Common Stock	62,489	\$43.7	63,018	D	

Explanation of Responses:

- 1. 1 for 1
- 2. The RSU granted is 100% vested at the date of grant but the receipt of shares are subject to a deferral period which is generally at least four years from the grant date as per the deferral election.
- 3. The RSU is subject to a deferral election. Shares of Class A Common Stock will be delivered to the reporting person as per the terms of the deferral election.
- 4. Phantom Stock Units acquired under the Company's Non-Employee Director Deferred Compensation Plan in a transaction exempt under Rule 16b-3(c). Shares of Common Stock are issued under terms of the Plan upon resignation from the board of directors.
- 5. Phantom Stock Units acquired under the Company's Non-Employee Director Deferred Compensation Plan in a transaction exempt under Rule 16b-3(c). Shares of Common Stock are issued under terms of the Plan upon resignation from the board of directors.

Kenneth A Olson under POA for Thomas Jamieson 01/04/2011

** Signature of Reporting Person

Date

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

- * 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).

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

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 Number.

Known all by these present, that the undersigned hereby constitutes and appoints the Corporate Secretary or any Assistant Corporate Secretary, as duly appointed by the Board of Directors from time to time for Berry Petroleum Company, as the undersigned's true and lawful attorney-in-fact to:

- 1. execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Berry Petroleum Company (the "Company"), Form 3, 4, 5, and Form 144 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- 2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, 5, and Form 144 and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- 3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required of, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934 and further acknowledges that the undersigned remains solely responsible for the facts disclosed in any such form.

This Power of Attorney shall remain in full force and effect until the expiration date noted below or until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of securities issued or interest in securities to be issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 17th day of November 2010.

/s/ Thomas J. Jamieson Signature

02/20/2014 Thomas J. Jamieson Expiration Date Print Name caused this Power of Attorney to be executed as of this 17th day of November 2010.

/s/ Thomas J. Jamieson Signature

02/20/2014

Thomas J. Ja