FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Vashington,	D.C.	20549	
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OMB APPROVAL 3235-0287 OMB Number: Estimated average burden

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

1. Name and Address of Reporting Person* YOUNG MARTIN H JR				2. Issuer Name and Ticker or Trading Symbol BERRY PETROLEUM CO [BRY]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
TOUNG	J WIAKI I.	IN IT JK									. ,		X	Director			10% Ow	ner
-					·								_	Officer (g	jive title		Other (s	pecify
(Last)	(Fir	st)	(Middle)					Trans	action (Month	/Da	y/Year)			below)			below)	
C/O BERI	RY PETRO	LEUM COMPA	NY		09	0/30/2	011											
		UITE 3700																
1999 DKC	ADWA1, S	OUTE 3/00				If Amo	ndmont C	oto o	f Original File	d (N	Aonth/Dou/Vo	or\	6 Indi	vidual or Joi	nt/Croup F	ilina (Ch	ook Appli	aabla
(2)					- 4.	II AIIIe	nament, L	ale 0	i Onginai File	u (N	лопширау/ те	ai)	Line)	viduai di Joi	ni/Group F	illing (Ci	еск Арріі	Cable
(Street)													X	Form file	d by One F	Reportin	g Person	
DENVER	CC)	80202										"		d by More			ng Person
-					-									1 OIIII IIIC	u by worc	tilaii Oil	іс геропі	ing i croon
(City)	(Sta	ate)	(Zip)															
		Та	ble I - Nor	າ-Deri	vativ	ve Se	ecurities	s Ac	quired, Di	isp	osed of, o	or Bene	ficially (Owned				
1 Title of Se	curity (Instr.	3)		2. Tran	nsactio	n l	2A. Deem	ed	3.		4 Securities	Acquired (A) or	5. Amount	of (6. Owner	rshin 7	. Nature of
1. 1100 01 00	curity (moti.	3)		Date			Execution Date,		, Transaction		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4		3, 4 and 5)	Securities	- 11	Form: Direct		Indirect
(Mc			(Montr	Month/Day/Year)		if any (Month/Day/Year)		Code (Instr.					Beneficially Owned Following Reported Transaction(s)		(D) or Indirect (I) (Instr. 4)		Beneficial Ownership (Instr. 4)	
								"		100 1								
									Code V		Amount	(A) or (D)	Price	(Instr. 3 an				
61 4 6	<u> </u>	•							+ +	_		+		40.0	00			
Class A Co	mmon Stoc	CK												40,0	00	D		
			Tahle II -	Deriv	ative	Sec	urities	Δca	uired, Dis	nο	sed of or	Renefi	rially O	wned				
									s, options,					viicu				
				(0.9.,	puto	, oa.		_										
1. Title of Derivative	2. Conversion					ction	5. Number		6. Date Exerc Expiration Da	isal	isable and 7. Title and A			8. Price of Derivative	9. Number derivative	mber of 10. 11. Na ative Ownership of Ind		11. Nature of Indirect
Security	or Exercise	(Month/Day/Year)	if any	(c	Transaction Code (Instr. 8)				(Month/Day/Y				g	Security	Securities	; F	orm:	Beneficial
(Instr. 3)	Price of Derivative		(Month/Day/\	Year) 8								Derivative Security (Instr. 3 and 4)		(Instr. 5)	Beneficial Owned		irect (D) r Indirect	Ownership (Instr. 4)
	Security					of (D) (Instr.				(Following) (Instr. 4)			
				L			3, 4 and 5)								Reported Transaction	on(s)		
										1			Amount		(Instr. 4)	,,,,,		
										1			or Number					
					0.4.	١.,	 	ا ر ا	Date		xpiration	T:41 -	of					
					Code	V	(A)	(D)	Exercisable	1	Date	Title	Shares					
Nonstatutory										1		Class A						
Stock Option 12-	\$30.645								12/15/2005	1	12/15/2015	Common	10,000		10,000)	D	
15-05										1		Stock						
Nonstatutory										╈						_		
Stock	\$32.565								12/15/2006	1	12/14/2016	Class A Common	10,000		10,000		D	
Option 12-	Φ32.303								12/13/2000	1	12/14/2010	Stock	10,000		10,000	'	Б	
15-06										4								
2007									(2)		(2)	Class A	4 040					
Restricted Stock Unit ⁽¹⁾	\$0								01/01/2008 ⁽²⁾	1	.2/13/2017 ⁽³⁾	Common Stock	1,319		1,319		D	
Stock Ullic						<u> </u>				+		SIUCK						
NCO 2007	A42.61								10/14/2007		12/12/2015	Class A	2.056		2.050		ъ	
NSO 2007	\$43.61								12/14/2007		12/13/2017	Common Stock	3,956		3,956		D	
				_				Н		╀						_		_
March 2011 Director	\$0								03/02/2011		03/02/2021	Class A Common	2,499		2,499		D	
RSU	1								00/02/2011		03/02/2021	Stock	2,755		2,433		2	
				$\overline{}$						†		Class A						
Phantom Stock Units	\$0	09/30/2011			Α		1,395 ⁽⁴⁾		08/08/1988		08/08/1988	Common	85,202	\$35.38	86,597	7	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.

Kenneth A Olson under POA for 09/30/2011 **Martin Young**

** 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.

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