

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) April 24, 2003

Berry Petroleum Company  
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	1-9735 (Commission File Number)	77-0079387 IRS Employer Identification No.
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5201 Truxtun Avenue, Suite 300 Bakersfield, CA 93309  
(Address of principal executive offices)

Registrant's telephone number, including area code (661) 616-3900

N/A  
(Former name or former address, if changed since last report)

Item 5. Other Events

On April 24, 2003, Berry Petroleum Company, a Delaware corporation, issued a press release, a copy of which is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 7. Financial Statements, Proforma Financial Information and Exhibits

(c) Exhibits

99.1 Press Release of Berry Petroleum Company dated April 24, 2003.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

BERRY PETROLEUM COMPANY

By /s/ Kenneth A. Olson  
Name: Kenneth A. Olson  
Title: Corporate Secretary  
and Treasurer

April 24, 2003

News Release

Berry Petroleum Company  
Phone (661) 616-3900  
5201 Truxtun Avenue, Suite 300  
E-mail: ir@bry.com  
Bakersfield, California 93309-0640  
Internet: www.bry.com

Contacts: Jerry V. Hoffman, Chairman, President and CEO - -  
Ralph J. Goehring, SVP & CFO

April 24, 2003

For Immediate Release

BERRY PETROLEUM COMPANY  
TO ACQUIRE UINTA BASIN PROPERTIES

Bakersfield, California - Berry Petroleum Company (NYSE:BRY) today announced that it has entered into a Purchase and Sale Agreement with Williams Production RMT Company, a unit of Williams (NYSE:WMB), to acquire its Brundage Canyon, Utah properties in the Uinta Basin for approximately \$49 million. The Brundage Canyon properties, located in northeastern Utah, consist of approximately 43,500 net acres, and are currently producing approximately 2,200 net BOE per day of light crude oil and natural gas. Berry estimates the proved reserves at 8.6 million BOE (75% light oil and 25% natural gas).

Jerry V. Hoffman, Chairman, President and Chief Executive Officer, stated, "This acquisition will establish an operating position for Berry in the Rockies, which meets one of our 2003 stated goals, and provides the Company with geographic and reserve diversification. The Brundage Canyon property has considerable upside potential. Our technical personnel have identified numerous additional drilling locations and we may drill up to 26 wells in 2003, depending upon the timing of our close with Williams. Our objective is to build a sizeable portfolio of assets outside of California and to diversify our heavy oil asset base. We believe the Uinta Basin and the surrounding area offers Berry numerous opportunities to achieve this goal through additional acquisitions and/or through the drill bit."

The effective date of the transaction is April 1, 2003. The completion of the transaction is subject to certain conditions and there is no assurance that all such conditions will be satisfied. Closing is expected in the third quarter of 2003.

Berry Petroleum Company is a publicly traded independent oil and gas production and exploitation company with headquarters in Bakersfield, California.

"Safe harbor under the Private Securities Litigation Reform Act of 1995:" This release may contain descriptions of the Company's expectations regarding future business activities. These forward-looking statements are made in reliance upon safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Accordingly, actual results may differ materially from those contemplated by the forward-looking statements.

Exhibit 99.1