FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average burden									

Section obligat	this box if no lo n 16. Form 4 or tions may conti tion 1(b).		ST		ed purs	uant to Se	ction 16(a) of the	Securi	NEFICIAL ties Exchange / mpany Act of 1	Act of 19		SHI	Ρ	Estim	Number: nated aver s per resp	rage burder onse:	3235-0287 n 0.5	
1. Name and Address of Reporting Person [*] <u>Wolf David D</u>					2. Issuer Name and Ticker or Trading Symbol								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner officer (give title Other (specify						
(Last)(First)(Middle)C/O BERRY PETROLEUM COMPANY1999 BROADWAY, SUITE 3700					3. Date of Earliest Transaction (Month/Day/Year) X Officer (give title below) Other (specify below) 03/04/2013 Exec VP and CFO														
(Street) DENVER CO 80202					X Form								Form filed	al or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(1	State)	(Zip)												-				
			Table I - N	on-Deriv	vative	Securi	ties Ac	quire	d, Dis	posed of, o	or Ben	eficia	lly O	wned					
1. Title of Security (Instr. 3)		2. Transac Date (Month/Da		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Ac Disposed Of (D		quired (A) or (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership			
								Code V		Amount	(A) or (D)	Price		- Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Class A G	Common St	ock												9]	I	Held in the Company's 401(k) Plan	
Class A C	Common St	ock		03/04/2	2013			М		11,840 ⁽⁵⁾	A	\$46	.05	25,41	5	I	>		
Class A Common Stock			03/05/2				S		4,522	D	\$46.261		20,893		D				
Class A Common Stock Class A Common Stock		03/05/2				S		100	D	\$46.2649		20,793		D D					
Class A C	Common St	ock	T -1-1-1	03/05/2		<u> </u>		S		300	D	\$46.		20,49	3)		
			Table II	(e.g., p	outs, o	calls, wa	arrants	, optio	ons, o	osed of, or convertible	secur	ities)	y Uw	neu					
Derivative Security (Instr. 3)	Conversion Dat		3A. Deemed Execution Date if any	Code		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exe Expiration I d (Month/Day		ate	of Sec Under Deriva	7. Title and Amoun of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative deriv Security (Instr. 5) Bene Own Follo	9. Num derivat Securit Benefic	tive Owne ties Form cially Direc d or Inc ring (I) (In	10. Ownersh Form: Direct (D) or Indirec	Beneficial Ownership	
	Price of Derivative		(Month/Day/re	, .,			3, 4 and				(Follow	ing	(I) (Instr.		
	Price of Derivative		(Month/Day/Ye	Code	v		(D)	Date	cisable	Expiration Date	Title	or Ni of	umber	-	Follow Report	ing ed ction(s)			
	Price of Derivative				v	5)		Exer		Date	Title	A non 1	umber		Follow Report Transa (Instr. 4	ing ed ction(s)			
(Instr. 3)	Price of Derivative Security				v	5)		08/04	cisable	Date	Title Class Comn Stoc Class	A non 8	umber hares		Follow Report Transa (Instr. 4	ing ed ction(s) 4)	(I) (Instr. /		
(Instr. 3) RSU 8-4- 08 ⁽¹⁾	Price of Derivative Security \$0				v	5)		Exercit 08/04 08/04 08/04	cisable 4/2011 ⁽²	Date 08/03/2018(3) 08/03/2018	Title Title Class Comm Stoc Class Comm Stoc	A non k 89	hares		Follow Report Transa (Instr. 4 18, 89,	ing red cction(s) 4)	(I) (Instr		
(Instr. 3) RSU 8-4- 08 ⁽¹⁾ NSO 2008 Restricted Stock	Price of Derivative Security \$0 \$41.18				v	5)		Exercit 08/04 08/04 08/04 12/12	cisable 1/2011 ⁽²)4/2011	Date Date 08/03/2018 ⁽³⁾ 08/03/2018 12/11/2018 ⁽³⁾	Title Title 3) Class Comm Stoc Class Comm Stoc Class Comm Stoc Class Comm Stoc Class Class Class Class Class Class Class	Anon k 5. Anon 4	umber hares 8,213 9,084		Follow Report Transa (Instr. 4 18, 89, 53,	ing ied iction(s) 4) 2213 084	(I) (Instr D		
(Instr. 3) RSU 8-4- 08 ⁽¹⁾ NSO 2008 Restricted Stock Units ⁽¹⁾ 2009 Restricted Stock	Price of Derivative Security \$0 \$41.18 \$0					5)		Exercit 08/04 08/04 12/12 12/11	cisable 4/2011 ⁽² 04/2011 2/2009 ⁽⁴	Date Date 08/03/2018 ⁽³⁾ 08/03/2018 12/11/2018 ⁽³⁾	Title Title 3) Class Comm Stoc Class Comm Stoc 6) Class Comm Stoc 6) Class Comm Stoc	or Notice Anon 12 Anon Anon Non Anon	umber hares 8,213 9,084 3,334		Follow Report Transa (Instr. 4 18, 89, 53, 41,	ing ed cction(s) 4) 213 .084 .334	(I) (Instr		
(Instr. 3) RSU 8-4- 08 ⁽¹⁾ NSO 2008 Restricted Stock Units ⁽¹⁾ 2009 Restricted Stock Units ⁽¹⁾ 2011 Employee RSU	Price of Derivative Security \$0 \$41.18 \$0 \$0					5)		Exercise 08/04 08/04 08/04 12/11 12/11 12/11 03/0	cisable 1/2011 ⁽² 04/2011 2/2009 ⁽² /2010 ⁽²	Date Date 08/03/2018(3) 08/03/2018 12/11/2018(3) 12/11/2019(3) 12/11/2019(3)	Title Title Class Stoc Class Class Comm Stoc Class Comm	or instance Anon Non Anon Anon Anon Anon	umber hares 8,213 9,084 3,334 1,053		Follow Report Transa (Instr. 4 18, 89, 53, 41, 12,	ing ed cction(s) 4) 213 .084 .334 .053	(I) (Instr		
(Instr. 3) RSU 8-4- 08 ⁽¹⁾ NSO 2008 Restricted Stock Units ⁽¹⁾ 2009 Restricted Stock Units ⁽¹⁾ 2009 Restricted Stock Units ⁽¹⁾ 2009 Restricted Stock Units ⁽¹⁾ 2009 Restricted Stock Units ⁽¹⁾ 2009 Restricted Stock Units ⁽¹⁾ 2009 Restricted Stock Units ⁽¹⁾ 2009 Restricted Stock Units ⁽¹⁾ 2011 Employee RSU Stock Option 3- 2-2011 -	Price of Derivative Security \$0 \$41.18 \$0 \$0 \$0 \$0					5)		Exercise 08/04 08/04 08/04 08/04 12/11 12/11 03/0 03/0	//2011 ⁽²)//2011 //2011 //2010 ⁽⁴)/2010 ⁽⁴	Date Date 08/03/2018(3) 08/03/2018 12/11/2018(3) 12/11/2019(3) 03/02/2021	Title Title i) Class Comm Stoc ii) Class Comm Stoc iii) Class Comm Stoc iii) Class Comm Stoc iii) Class Comm Stoc iiii) Class Comm Stoc iiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiii	on Non Sister A aon k 1: A aon k 8: A aon k 5: A aon k 4: A aon k 1: A aon k 1: A aon k 1: A aon k 1: A aon k 1:	umber innares 8,213 9,084 3,334 1,053 2,372		Follow Report Transa (Instr. 4)	ing ed cction(s) 4) 213 .084 .334 .053 .372	(I) (Instr		

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 Exerci Expiration Da (Month/Day/Ye	te	7. Title an of Securit Underlyin Derivative (Instr. 3 an	g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following	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		Reported Transaction(s) (Instr. 4)		
Non Statutory Stock Option 3- 2-12	\$53.02							03/02/2013	03/02/2022	Class A Common Stock	13,358		13,358	D	
Perf Based RSUs 3-2- 12	\$0							12/31/2014	03/02/2022	Class A Common Stock	9,901		9,901	D	
March 4, 2013 Employee RSU Grant ⁽¹⁾	\$0 ⁽⁶⁾	03/04/2013		М		32,574 ⁽⁷⁾		03/04/2014	03/04/2023	Class A Common Stock	32,574	\$0	32,574	D	
Perf Based RSUs 3- 16-10	\$0	03/04/2013		М			11,840 ⁽⁵⁾	12/31/2012	03/15/2020	Class A Common Stock	18,175	\$46.05	6,335	D	
Perf Based RSUs 3- 16-10	\$0	03/04/2013		М			6,335 ⁽⁸⁾	12/31/2012	03/15/2020	Class A Common Stock	18,175	\$0	0	D	

Explanation of Responses:

1.1 for 1

2. Restricted Stock Units vest 100% 3 years after date of grant but are subject to a 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. The RSU granted vest 25% per year beginning one year after grant but the receipt of shares are subject to a deferral period which is generally at least four years from grant date as per the deferral election.

5. Performance Shares issued pursuant to terms of Award Agreement under Rule 16b-3 Plan.

6. Each RSU represents a contingent right to receive one share of Berry Petroleum Company Class A Common Stock

7. Grant of Restricted Stock Unit (RSU) under the Company's 2010 Equity Incentive Plan in a transaction exempt under Rule 16b-3(c). RSUs vest 25% per year from date of grant.

8. Performance Shares cancelled in excess of shares issued under terms of Performance Share Plan.

Kenneth A. Olson under POA for David D. Wolf 03/06/2013

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** 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.