

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden	
hours per response:	0.5

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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* Wolf David D _____ (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]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ Exec VP and CFO		
			3. Date of Earliest Transaction (Month/Day/Year) 03/02/2011					
			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	(A) or (D)	Price			
Class A Common Stock								67,819	D	
Class A Common Stock	03/02/2011		J		142 ⁽²⁰⁾	A	\$0	4,496	I	Held in the Company's 401(k) Plan

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 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					
RSU 8-4-08 ⁽¹⁾	\$0							08/04/2011 ⁽²⁾	08/03/2018 ⁽³⁾	Class A Common Stock	30,355	30,355	D	
NSO	\$41.18							08/04/2011	08/03/2018	Class A Common Stock	89,084	89,084	D	
2008 Restricted Stock Units ⁽⁴⁾	\$0							12/12/2009 ⁽⁵⁾	12/11/2018 ⁽⁶⁾	Class A Common Stock	66,667	66,667	D	
2009 Restricted Stock Units ⁽⁷⁾	\$0							12/11/2010 ⁽⁸⁾	12/11/2019 ⁽⁹⁾	Class A Common Stock	41,053	41,053	D	
Perf Based RSUs 3-16-10	\$0							12/31/2012	03/15/2020	Class A Common Stock	18,175	18,175	D	
March 2011 Employee RSU Grant ⁽¹⁰⁾	\$0 ⁽¹¹⁾	03/02/2011		A		12,372 ⁽¹²⁾		03/02/2012 ⁽¹³⁾	03/02/2021	Class A Common Stock	12,372	\$0	12,372	D
Non-Statutory Stock Option 3-3-2011 - \$48.50 ⁽¹⁴⁾	\$48.5	03/02/2011		A		14,198		03/02/2012 ⁽¹⁶⁾	03/02/2021	Class A Common Stock	14,198	\$0 ⁽¹⁵⁾	14,198	D
Perf Based RSU 3-2-2011 ⁽¹⁷⁾	\$0 ⁽¹⁸⁾	03/02/2011		A		10,824 ⁽¹⁹⁾		12/31/2013	03/02/2021	Class A Common Stock	10,824	\$0	10,824	D

Explanation of Responses:

- 1 for 1
- Restricted Stock Units vest 100% 3 years after date of grant but are subject to a deferral election.
- 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.
- 1 for 1
- 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.
- 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.

7. 1 for 1
8. 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.
9. 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.
10. 1 for 1
11. Each RSU represents a contingent right to receive one share of Berry Petroleum Company Class A Common Stock
12. 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.
13. 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.
14. 1 for 1
15. Grant of Nonstatutory Stock Option (NSO) under the Company's 2010 Equity Incentive Plan in a transaction exempt under Rule 16b-3(c). Shares vest 25% per year from date of grant.
16. Grant of Nonstatutory Stock Option (NSO) under the Company's 2010 Equity Incentive Plan in a transaction exempt under Rule 16b-3(c). Shares vest 25% per year from date of grant.
17. 1 for 1
18. Each RSU represents a contingent right to receive one share of Berry Petroleum Company Class A Common Stock if certain pre-established performance factors, as set forth in the Company's Form 8-K dated March 2, 2011, are met
19. Per the Agreement this is the maximum number of performance based RSUs that may be received if all performance factors are achieved as outlined in the Form 8-K dated March 2, 2011.
20. Shares of Common Stock acquired by the reporting person in the Company's 401(k) Plan. All transactions were at market and were non-discretionary.

Kenneth A. Olson under POA 03/04/2011
for David D. Wolf

** 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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