

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

1. Name and Address of Reporting Person* <u>Wilson Steven</u>			2. Issuer Name and Ticker or Trading Symbol <u>BERRY PETROLEUM CO [ BRY ]</u>			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) _____ <b>Treasurer</b>			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>06/10/2009</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person _____			
C/O BERRY PETROLEUM COMPANY 1999 BROADWAY, SUITE 3700			4. If Amendment, Date of Original Filed (Month/Day/Year)						
(Street)	(City)	(State)	(Zip)						
DENVER	CO	80202							

**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							6,042	D		
Class A Common Stock	06/10/2009		J <sup>(1)</sup>		129	A	\$0	1,988	I	Held in the Participant's 401k Account

**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					
Nonstatutory Stock Option 11-23-04	\$21.58							11/23/2005	09/10/2009	Class A Common Stock	10,000	10,000	D	
NSO 10-16-03 \$9.315	\$9.315							10/16/2004	09/10/2009	Class A Common Stock	5,000	5,000	D	
2008 Restricted Stock Units	\$0	06/10/2009		E <sup>(2)</sup>		6,667 <sup>(3)</sup>		12/12/2009	06/10/2009 <sup>(4)</sup>	Class A Common Stock	6,667	\$0	0	D
2005 Restricted Stock Units	\$0	06/10/2009		E <sup>(5)</sup>		400 <sup>(6)</sup>		12/15/2006	06/10/2009 <sup>(7)</sup>	Class A Common Stock	400	\$0	0	D
2006 Restricted Stock Units	\$0	06/10/2009		E <sup>(8)</sup>		1,000 <sup>(9)</sup>		12/15/2007	06/10/2009 <sup>(10)</sup>	Class A Common Stock	1,000	\$0	0	D
2007 Restricted Stock Unit	\$0	06/10/2009		E <sup>(11)</sup>		860 <sup>(12)</sup>		01/01/2008	02/10/2010	Class A Common Stock	1,147	\$0	287	D
Nonstatutory Stock Option 12-15-05	\$30.645	06/10/2009		E <sup>(13)</sup>		1,000 <sup>(14)</sup>		12/15/2006	02/10/2010	Class A Common Stock	4,000	\$0	3,000	D
Nonstatutory Stock Option 12-15-06	\$32.565	06/10/2009		E <sup>(15)</sup>		2,000 <sup>(16)</sup>		12/15/2007	02/10/2010	Class A Common Stock	4,000	\$0	2,000	D
NSO 2007	\$43.61	06/10/2009		E <sup>(17)</sup>		2,580 <sup>(18)</sup>		12/14/2008	02/10/2010	Class A Common Stock	3,440	\$0	860	D

**Explanation of Responses:**

- 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.
- Expiration of invested options and restricted stock units upon termination of employment.
- Expiration of unvested options and restricted stock units upon termination of employment.
- Expiration of invested options and restricted stock units upon termination of employment.
- Expiration of unvested options and restricted stock units upon termination of employment.
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8. Expiration of unvested options and restricted stock units upon termination of employment.
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15. Expiration of unvested options and restricted stock units upon termination of employment.
16. Expiration of unvested options and restricted stock units upon termination of employment.
17. Expiration of unvested options and restricted stock units upon termination of employment.
18. Expiration of unvested options and restricted stock units upon termination of employment.

**Remarks:**

Mr. Wilson's employment as the Company's Treasurer ended on June 10, 2009. His unvested options and RSUs were cancelled effective on that date. The vested options can be exercised until the dates shown.

Kenneth A. Olson under POA      06/19/2009  
for Steve B. Wilson

\*\* 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.**