SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

		VAL							
OMB Number: 3235-028									
Estimated average burden									
	hours per response:	0.5							

10% Owner

Other (specify

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Officer (give title

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	
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1. Name and Address of Reporting Person*

CROPPER STEVE

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name **and** Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) BERRY PETROLEUM CO [BRY] Х Director

	(⊢ırst) TROLEUM COMI AY, SUITE 3700	(Middle) PANY	3. Date of Earliest Transaction (Month/Day/Year) 03/02/2012	Delow) Delow)
(Street) DENVER (City)	CO (State)	80202 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person 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. Transa Code (1 8)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class A Common Stock								5,000	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1		(e.g., puts, cais, warrants, options, convertible securities)												
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Transa		Derivativ Securitie Acquired or Dispos of (D) (In	re es I (A) sed str.	Expiration Date (Month/Day/Year)		nd 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(c)	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		(Instr. 4)		
\$8.07							12/02/2002	12/02/2012	Class A Common Stock	10,000		10,000	D	
\$9.61							12/02/2003	12/02/2013	Class A Common Stock	10,000		10,000	D	
\$21.77							12/02/2004	12/02/2014	Class A Common Stock	10,000		10,000	D	
\$30.645							12/15/2005	12/15/2015	Class A Common Stock	10,000		10,000	D	
\$32.565							12/15/2006	12/14/2016	Class A Common Stock	10,000		10,000	D	
\$0							01/01/2008 ⁽²⁾	12/13/2017 ⁽³⁾	Class A Common Stock	1,319		1,319	D	
\$43.61							12/14/2007	12/13/2017	Class A Common Stock	3,956		3,956	D	
\$0							08/08/1988	08/08/1988	Class A Common Stock	3,586		3,586	D	
\$0 ⁽⁴⁾							03/02/2011 ⁽³⁾	03/02/2021	Class A Common Stock	2,499		2,499	D	
\$0 ⁽⁴⁾	03/02/2012		A		2,264 ⁽⁵⁾		03/02/2012 ⁽⁵⁾	03/02/2022	Class A Common Stock	2,264	\$0	2,264	D	
	or Exercise Price of Derivative Security \$8.07 \$8.07 \$9.61 \$21.77 \$30.645 \$32.565 \$0 \$43.61 \$0 \$0(4)	Date (Month/Day/Year)Price of Derivative Security\$8.07\$8.07\$9.61\$21.77\$30.645\$30.645\$32.565\$0\$43.61\$0\$43.61\$0\$0\$0\$0\$0\$0\$0	Conversion or Exercise Price of Derivative SecurityDate (Month/Day/Year)Execution Date, if any (Month/Day/Year)\$8.07	Conversion or Exercise Price of Derivative SecurityDate (Month/Day/Year)Execution Date, if any (Month/Day/Year)Transc Code (8)\$8.07	Conversion or Exercise Price of Derivative SecurityDate (Month/Day/Year)Execution Date, if any (Month/Day/Year)Transaction Code (Instr. 8)\$8.07CodeV\$8.07Image: SecurityImage: Security\$9.61Image: SecurityImage: Security\$21.77Image: SecurityImage: Security\$30.645Image: SecurityImage: Security\$30.645Image: SecurityImage: Security\$30.645Image: SecurityImage: Security\$30.645Image: SecurityImage: Security\$30.645Image: SecurityImage: Security\$30.645Image: SecurityImage: Security\$30Image: 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Explanation of Responses:

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

5. Grant of Restricted Stock Unit (RSU) under the Company's 2005 Equity Incentive Plan in a transaction exempt under Rule 16b-3(c). RSUs are 100% vested one year from date of grant but are subject to an individual

Kenneth A Olson under POA for 03/02/2012

<u>Stephen Cropper</u>

** 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.