

**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

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

1. Name and Address of Reporting Person* <u>Anderson Daniel G</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 _____ Officer (give title below) <input checked="" type="checkbox"/> <u>Former VP</u> Other (specify below) _____			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>09/07/2011</u>			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			
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							8,287	D		
Class A Common Stock							1,119	I	Held in 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					
Nonstatutory Stock Option 3-22-06	\$34.06							03/22/2009 <sup>(1)</sup>	05/07/2012	Class A Common Stock	40,000	40,000	D	
Nonstatutory Stock Option 12-15-06	\$32.565							12/15/2007	05/07/2012	Class A Common Stock	17,044	17,044	D	
2007 Restricted Stock Unit	\$0	09/07/2011		E <sup>(2)</sup>			1,190 <sup>(2)</sup>	12/14/2008	05/07/2012	Class A Common Stock	4,759	\$0	3,569	D
2008 Restricted Stock Units	\$0	09/07/2011		E <sup>(2)</sup>			12,500 <sup>(2)</sup>	12/12/2009	05/07/2012	Class A Common Stock	25,000	\$0	12,500	D
2009 Restricted Stock Units	\$0	09/07/2011		E <sup>(2)</sup>			6,998 <sup>(2)</sup>	12/11/2010	05/07/2012	Class A Common Stock	9,331	\$0	2,333	D
March 2011 Employee RSU Grant	\$0	09/07/2011		E <sup>(2)</sup>			2,784 <sup>(2)</sup>	03/02/2012	09/07/2011	Class A Common Stock	2,784	\$0	0	D
Non-Statutory Stock Option 3-3-2011 - \$48.50	\$48.5	09/07/2011		E <sup>(2)</sup>			3,195 <sup>(2)</sup>	03/02/2012	09/07/2011	Class A Common Stock	3,195	\$0	0	D
Perf Based RSU 3-2-2011	\$0	09/07/2011		E <sup>(2)</sup>			2,435 <sup>(2)</sup>	12/31/2013	09/07/2011	Class A Common Stock	2,435	\$0	0	D
Perf Based RSUs 3-16-10	\$0	09/07/2011		E <sup>(2)</sup>			4,130 <sup>(2)</sup>	12/31/2012	09/07/2011	Class A Common Stock	4,130	\$0	0	D
NSO 2007	\$43.61	09/07/2011		E <sup>(2)</sup>			3,570 <sup>(2)</sup>	12/14/2008	05/07/2012	Class A Common Stock	14,279	\$0	10,709	D

**Explanation of Responses:**

- Non Statutory Stock Options (NSO). NSOs vest 100% 3 years from date of grant.
- Expiration of unvested options and restricted stock units upon termination of employment.

**Remarks:**

Mr. Anderson's last date of employment with Berry Petroleum Company was on September 7, 2011. This Form 4 is being filed to report his status as of his date of termination of employment with the Company.

Kenneth A Olson under POA  
for Daniel Anderson

09/08/2011

\*\* 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.**