FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

<b>STATEMENT</b>	OF CHANGES	IN BENEFICIAL	<b>OWNERSHIP</b>

l	OMB APPRO	VAL						
	OMB Number:	3235-0287						
l	Estimated average burden							
l	hours per response:	0.5						

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*  Reddin Michael  (Last) (First) (Middle)  1999 BROADWAY, SUITE 3700							cker or Tradino OLEUM (				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner								
					3. Date of Earliest Transaction (Month/Day/Year) 12/31/2012								Officer	Officer (give title below)		Other (sbelow)	specify		
		80202		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							
(City)	(S		(Zip)	D i	4:	- 0-		_	i 1 B	•		f D	6: . : . !	U O					-
Date			2. Transa	ction 2A. Deeme		ed n Date	a. 3. 4. Securit Transaction Disposed Code (Instr. 5)		ties Acquired (A) or d Of (D) (Instr. 3, 4 a		5. Amou Securitie Beneficia Owned F	nt of es ally collowing	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership				
									Code V Am		Amount	(A) or (D)		Reported Transact (Instr. 3	ion(s)			(Instr. 4)	
									quired, Dis s, options					/ Owned					_
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/Ye	Co	ransaction ode (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisal Expiration Date (Month/Day/Year		le and	7. Title and Amount of Securities Underlying Derivative Secur (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	Ow For Dire or I (I) (	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	t
				Cc	ode	v	(A)	(D)	Date Exercisable	Ex Da	epiration ate	Title	Amount or Number of Shares						
March 2011 Director RSU <sup>(1)</sup>	\$0 <sup>(2)</sup>								03/02/2012 <sup>(3)</sup>	03	3/02/2021	Class A Common Stock	2,499		2,499		D		
March 2 2012 Director RSU Grant	\$0								03/02/2012	03	3/02/2022	Class A Common Stock	2,231		2,231		D		
Phantom Stock Units	\$0	12/31/2012			A		571 <sup>(4)</sup>		08/08/1988	08	3/08/1988	Class A Common Stock	2,906	\$33.55	3,477		D		_

## **Explanation of Responses:**

- 1. 1 for 1
- 2. Each RSU represents a contingent right to receive one share of Berry Petroleum Company Class A Common Stock
- 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. Phantom Stock Units acquired under the Company's Non-Employee Director Deferred Compensation Plan in a transaction exempt under Rule 16b-3(c). Shares of Common Stock are issued under terms of the Plan upon resignation from the board of directors.

Kenneth A. Olson under POA 01/02/2013 for Michael Reddin

\*\* 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.