

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	
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1. Name and Address of Reporting Person * <u>Wheat Jamie L.</u> (Last) (First) (Middle) 1999 BROADWAY, SUITE 3700 (Street) DENVER CO 80202 (City) (State) (Zip)	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) Controller
	3. Date of Earliest Transaction (Month/Day/Year) 08/25/2011	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	08/25/2011		M		940 ⁽³⁾	A	\$45.645	1,791	D	
Class A Common Stock	08/25/2011		J		69 ⁽⁴⁾	A	\$0	249	I	Held in 401(k) Account
Class A Common Stock	08/26/2011		S		311 ⁽⁵⁾	D	\$45.595	1,480	D	

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)					
2009 Restricted Stock Units ⁽¹⁾	\$0						12/11/2010 ⁽²⁾	12/11/2019	Class A Common Stock		1,401	D	
2008 Restricted Stock Units ⁽¹⁾	\$0						12/11/2009 ⁽²⁾	12/11/2018	Class A Common Stock		750	D	
March 2011 Employee RSU Grant	\$0						03/02/2012	03/02/2021	Class A Common Stock		1,856	D	
Non-Statutory Stock Option 3-3-2011 - \$48.50	\$48.5						03/02/2012	03/02/2021	Class A Common Stock		1,420	D	
RSU 8-25-08	\$0	08/25/2011		M		940 ⁽³⁾	08/25/2011	08/24/2018	Class A Common Stock	\$45.645	0	D	

Explanation of Responses:

- 1 for 1
- Restricted Stock Units vest 25% per year from date of grant.
- Vested shares issued pursuant to Rule 16b-3 plan.
- 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.
- Shares sold to cover tax liability on RSU shares vested.

Kenneth A. Olson Under POA for Jamie L. Wheat 08/29/2011

** 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.