

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

Quarterly Report Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934.

For the quarterly period ended September 30, 2002
Commission file number 1-9735

BERRY PETROLEUM COMPANY
(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction of
incorporation or organization)

77-0079387
(I.R.S. Employer
Identification No.)

5201 Truxtun Avenue, Suite 300, Bakersfield, California 93309-0645
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (661) 616-3900

Former name, Former Address and Former Fiscal Year, if Changed Since
Last Report:

NONE

Indicate by check mark whether the registrant (1) has filed all reports
required to be filed by Section 13 or 15(d) of the Securities Exchange
Act of 1934 during the preceding 12 months (or such shorter period that
the registrant was required to file such reports), and (2) has been
subject to such filing requirements for the past 90
days. YES (X) NO ()

The number of shares of each of the registrant's classes of capital
stock outstanding as of September 30, 2002 was 20,852,695 shares of
Class A Common Stock (\$.01 par value) and 898,892 shares of Class B
Stock (\$.01 par value). All of the Class B Stock is held by a
shareholder who owns in excess of 5% of the outstanding stock of the
registrant.

BERRY PETROLEUM COMPANY
SEPTEMBER 30, 2002
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BERRY PETROLEUM COMPANY
Part I. Financial Information
Item 1. Financial Statements
Condensed Balance Sheets
(In Thousands, Except Share Information)

	September 30, 2002 (Unaudited)	December 31, 2001
ASSETS		
Current Assets:		
Cash and cash equivalents	\$ 7,861	\$ 7,238
Short-term investments available for sale	659	594
Accounts receivable	14,883	17,577
Prepaid expenses and other	4,542	2,792
	-----	-----
Total current assets	27,945	28,201
Oil and gas properties (successful efforts basis), buildings and equipment, net	214,026	203,413
Other assets	913	912
	-----	-----
	\$ 242,884	\$ 232,526
	=====	=====
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	\$ 13,852	\$ 11,197
Accrued liabilities	5,013	7,089
Federal and state income taxes payable	6,066	4,078
Fair value of derivatives	4,643	-
	-----	-----
Total current liabilities	29,574	22,364
Long-term debt	13,000	25,000
Deferred income taxes	33,422	32,009
Fair value of derivatives	278	-
Shareholders' equity:		
Preferred stock, \$.01 par value; 2,000,000 shares authorized; no shares outstanding	-	-

Capital stock, \$.01 par value:		
Class A Common Stock, 50,000,000 shares authorized; 20,852,695 shares issued and outstanding at September 30, 2002 (20,833,094 at December 31, 2001)	209	208
Class B Stock, 1,500,000 shares authorized; 898,892 shares issued and outstanding (liquidation preference of \$899)	9	9
Capital in excess of par value	48,802	48,905
Accumulated other comprehensive income (loss)	(2,953)	-
Retained earnings	120,543	104,031
	-----	-----
Total shareholders' equity	166,610	153,153
	-----	-----
	\$ 242,884	\$ 232,526
	=====	=====

The accompanying notes are an integral part of these financial statements.

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BERRY PETROLEUM COMPANY
Part I. Financial Information
Item 1. Financial Statements
Condensed Income Statements
Three Month Periods Ended September 30, 2002 and 2001
(In Thousands, Except Per Share Data)
(Unaudited)

	2002	2001
Revenues:		
Sales of oil and gas	\$ 28,044	\$ 22,440
Sales of electricity	7,172	9,555
Interest and other income, net	71	1,127
	-----	-----
	35,287	33,122
	-----	-----
Expenses:		
Operating costs - oil and gas production	11,402	9,761
Operating costs - electricity generation	7,172	9,555
Depreciation, depletion and amortization	4,126	3,864
General and administrative	2,277	1,543
Interest	179	959
	-----	-----
	25,156	25,682
	-----	-----
Income before income taxes	10,131	7,440
Provision for income taxes	2,544	1,548
	-----	-----
Net income	\$ 7,587	\$ 5,892
	=====	=====
Basic net income per share	\$.35	\$.27
	=====	=====
Diluted net income per share	\$.35	\$.27
	=====	=====
Cash dividends per share	\$.10	\$.10
	=====	=====
Weighted average number of shares of capital stock outstanding used to calculate basic net income per share	21,746	22,034
Effect of dilutive securities:		
Stock options	166	132
Other	33	34
	-----	-----
Weighted average number of shares of capital stock used to calculate diluted net income per share	21,945	22,200
	=====	=====

The accompanying notes are an integral part of these financial statements.

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BERRY PETROLEUM COMPANY
Part I. Financial Information
Item 1. Financial Statements
Condensed Income Statements
Nine Month Periods Ended September 30, 2002 and 2001
(In Thousands, Except Per Share Data)
(Unaudited)

	2002	2001
Revenues:		
Sales of oil and gas	\$ 73,289	\$ 80,868
Sales of electricity	20,963	28,088
Interest and other income, net	1,616	2,106
	-----	-----
	95,868	111,062
	-----	-----
Expenses:		
Operating costs - oil and gas production	30,381	31,567
Operating costs - electricity generation	20,631	27,890
Depreciation, depletion and amortization	12,396	12,538
General and administrative	6,171	5,482
Write-off (recovery) of electricity receivable	(3,631)	6,645
Interest	863	3,271
	-----	-----
	66,811	87,393
	-----	-----
Income before income taxes	29,057	23,669
Provision for income taxes	6,023	5,780
	-----	-----
Net income	\$ 23,034	\$ 17,889
	=====	=====
Basic net income per share	\$ 1.06	\$.81
	=====	=====
Diluted net income per share	\$ 1.05	\$.81
	=====	=====
Cash dividends per share	\$.30	\$.30
	=====	=====
Weighted average number of shares of capital stock outstanding used to calculate basic net income per share	21,738	22,035
Effect of dilutive securities:		
Stock options	149	57
Other	40	21
	-----	-----
Weighted average number of shares of capital stock used to calculate diluted net income per share	21,927	22,113
	=====	=====

The accompanying notes are an integral part of these financial statements.

BERRY PETROLEUM COMPANY
Part I. Financial Information
Item 1. Financial Statements
Condensed Statements of Comprehensive Income
Nine Month Periods Ended September 30, 2002 and 2001
(In Thousands)
(Unaudited)

	2002	2001
Net income	\$ 23,034	\$ 17,889
Unrealized losses on derivatives, net of income taxes of \$1,968 and \$4,413	(2,953)	(6,620)
Reclassification of realized gains included in net income	-	(441)
	-----	-----
Comprehensive income	\$ 20,081	\$ 10,828

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The accompanying notes are an integral part of these financial statements.

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BERRY PETROLEUM COMPANY
Part I. Financial Information
Item 1. Financial Statements
Condensed Statements of Cash Flows
Nine Month Periods Ended September 30, 2002 and 2001
(In Thousands)
(Unaudited)

	2002	2001
Cash flows from operating activities:		
Net income	\$ 23,034	\$ 17,889
Depreciation, depletion and amortization	12,396	12,538
Deferred income tax liability	1,414	1,913
Other, net	(258)	285
	-----	-----
Net working capital provided by operating activities	36,586	32,625
Decrease in accounts receivable, prepaid expenses and other	2,801	7,354
Increase (decrease) in current liabilities	2,567	(11,090)
	-----	-----
Net cash provided by operating activities	41,954	28,889
Cash flows from investing activities:		
Capital expenditures and acquisitions	(22,527)	(11,349)
Other, net	(44)	131
	-----	-----
Net cash used in investing activities	(22,571)	(11,218)
Cash flows from financing activities:		
Proceeds from issuance of long-term debt	-	45,000
Payment of long-term debt	(12,000)	(37,000)
Dividends paid	(6,522)	(6,611)
Other, net	(238)	(714)
	-----	-----
Net cash (used in) provided by		

financing activities	(18,760)	675
	-----	-----
Net increase in cash and cash equivalents	623	18,346
Cash and cash equivalents at beginning of year	7,238	2,731
	-----	-----
Cash and cash equivalents at end of period	\$ 7,861	\$ 21,077
	=====	=====

Supplemental non-cash activity:

Decrease in fair value of derivatives:		
Current (net of income taxes of \$1,857 and \$1,148 in 2002 and 2001, respectively)	\$ 2,786	\$ 1,723
Non-current (net of income taxes of \$111 and \$3,265 in 2002 and 2001, respectively)	167	4,897
Net decrease to accumulated other comprehensive income	\$ 2,953	\$ 6,620
	=====	=====

The accompanying notes are an integral part of these financial statements.

Berry Petroleum Company
Part I. Financial Information
Notes to Condensed Financial Statements
September 30, 2002
(Unaudited)

1. All adjustments which are, in the opinion of management, necessary for a fair presentation of the Company's financial position at September 30, 2002 and December 31, 2001 and results of operations for the three and nine month periods ended September 30, 2002 and 2001 and cash flows for the nine month periods ended September 30, 2002 and 2001 have been included. All such adjustments are of a normal recurring nature. The results of operations and cash flows are not necessarily indicative of the results for a full year.

2. The accompanying unaudited financial statements have been prepared on a basis consistent with the accounting principles and policies reflected in the December 31, 2001 financial statements. The December 31, 2001 Form 10-K and the Form 10-Q's for the periods ended June 30, 2002 and March 31, 2002 should be read in conjunction herewith. The year-end condensed balance sheet was derived from audited financial statements, but does not include all disclosures required by accounting principles generally accepted in the United States of America.

BERRY PETROLEUM COMPANY
Part I. Financial Information
Item 2. Management's Discussion and Analysis of
Financial Condition and Results of Operations

Results of Operations

Net income for the third quarter of 2002 was \$7.6 million, or \$.35 per share, on revenues of \$35.3 million, up 29% from \$5.9 million, or \$.27 per share, on revenues of \$33.1 million in the third quarter of 2001 and up 12% from \$6.8 million, or \$.31 per share, on revenues of \$33.2 million in the second quarter of 2002. Net income for the first nine months of 2002 was \$23.0 million, or \$1.06 per share (basic), on revenues of \$95.9 million, up 28% from \$17.9 million, or \$.81 per share, on revenues of \$111.1 million, for the first nine months of 2001. Pre-tax income in the first nine months of 2002 included the recovery of \$3.6 million of the \$6.6 million in electricity receivables which was written off in the first quarter of 2001.

	Three Months Ended			Nine Months Ended	
	Sept 30, 2002	June 30, 2002	Sept 30, 2001	Sept 30, 2002	Sept 30, 2001
Oil and gas:					
Net production - BOE per day	14,464	14,060	12,940	14,110	13,938
Per BOE:					
Realized sales price (1)	\$21.03	\$19.99	\$19.91	\$19.02	\$21.43
Operating costs (2)	8.06	7.96	7.63	7.35	7.83
Production taxes	.51	.55	.57	.54	.47
	-----	-----	-----	-----	-----
Total operating costs	8.57	8.51	8.20	7.89	8.30
Depreciation/Depletion (DD&A)	3.10	3.34	3.25	3.22	3.30
General & administrative expenses(G&A)	1.71	1.59	1.30	1.60	1.44
Interest expense	.13	.20	.81	.22	.86
Electricity:					
Production - Mwh day	2,088	1,935	1,921	2,025	1,119
Sales - Mwh/day	1,918	1,748	1,835	1,852	1,052
Average sales price - \$/Mwh	\$37.59	\$39.46	\$56.89	\$38.54	\$62.85
Other:					
Fuel gas cost per Mmbtu	3.02	2.97	3.75	2.83	7.99

BOE = barrel of oil equivalent
Mwh = Megawatt hour

(1)Includes realized hedging losses per BOE of \$1.19, \$.51 and \$.58 for the three months ended September 30, 2002, June 30, 2002 and nine months ended September 30, 2002, respectively. Excludes unrealized hedging losses of \$.99 and \$.01 for the three and nine months ended September 30, 2001, respectively. The impacts of unrealized gains and losses are a result of the application of FAS 133.

(2)Includes expenses in excess of revenues from cogeneration operations of \$1.69, \$1.73 and \$1.48 for the third quarter of 2002, the second quarter of 2002 and the third quarter of 2001, respectively. For the first nine months of 2002 and 2001, respectively, these expenses represent \$1.26 and \$1.61.

Operating income from oil and gas operations was \$12.6 million and \$30.8 million for the three and nine months ended September 30, 2002. These results were \$3.7 million, or 42%, higher than \$8.9 million earned in the third quarter of 2001 and \$6.2 million, or 17%, lower than \$37.2 million earned for the first nine months of 2001. The primary reasons for the increase in the third quarter of 2002 were higher production and higher realized oil prices. For the nine months ended September 30, 2002,

operating income declined primarily due to lower oil prices, partially offset by higher production and lower operating costs.

Oil and gas production (BOE/day) in the third quarter of 2002 increased to 14,464, up 12% from 12,940 in the third quarter of 2001 and up 3% from 14,060 in the second quarter of 2002. Production for the first nine months of 2002 was 14,110, up slightly from 13,938 for the same period of 2001. Production for the week ended October 31, 2002 averaged approximately 14,800 BOE/day and the Company is forecasting an exit rate for 2002 of approximately 15,500 BOE/day. The Company is experiencing higher production levels due to the implementation of its capital budget and renewed steaming operations in 2002. As of October 31, 2002, the Company had drilled and completed 36 vertical and 14 horizontal producing wells on the Company's operated properties in California. Many of these wells have completed their first steam cycle and are contributing to the increase in production. To complete the Company's 2002 capital budget program, the Company plans to drill an additional 13 vertical and 3 horizontal producing wells in California in the fourth quarter of 2002 which should contribute to further increases in production for the fourth quarter of this year and into 2003. In addition to newly drilled producing wells, the Company increased its steam injection to approximately 62,500 barrels per day (B/D) for the third quarter of 2002 and 59,600 B/D for the nine months ended September 30, 2002, up 33% from 47,000 B/D in the third quarter of 2001 and 121% from an average of 27,000 B/D for the nine months ended September 30, 2001. These efforts should result in production improvements in the upcoming quarters.

The average realized sales price for the third quarter of 2002 was \$21.03, up from \$19.91 in the third quarter of 2001 and \$19.99 in the second quarter of 2002. For the nine months ended September 30, 2002, the average realized price was \$19.02, down from \$21.43 for the comparable period of 2001. The realized prices for 2002 included realized hedging losses of \$1.19, \$.51 and \$.58 for the three months ended September 30, 2002, June 30, 2002 and the nine months ended September 30, 2002. These losses relate to cash payments on the hedges put in place by the Company for protection against large decreases in the price of crude oil. The Company has preferred bracketed zero-cost collars as they meet the Company's objectives of retaining significant upside while being adequately protected on a significant downside price movement.

The following table summarizes the oil hedges in place as of September 30, 2002:

Term	Barrels Per Day	Crude Oil Hedges (Based on Nymex WTI Pricing)		Ceiling	
		Floor Sell Put	Buy Put	Sell Call	Buy Call
04/01/2002 - 03/31/2003	2,500	-	\$20.00	\$24.10	-
04/01/2002 - 03/31/2003	2,500	\$17.60	\$21.60	\$25.55	\$30.00
01/01/2003 - 12/31/2003	1,500	\$19.00	\$23.00	\$27.00	\$30.85
04/01/2003 - 03/31/2004	2,500	\$18.25	\$22.10	\$25.40	\$30.10
04/01/2003 - 03/31/2004	2,500	\$18.25	\$22.10	\$25.45	\$30.10

Payments to our counterparties are triggered when Nymex monthly average prices are between the Ceiling Sell Call and Buy Call prices. With Nymex pricing averaging \$28.27 for the third quarter, which was in excess of the hedge Ceiling Sell Call prices, payments related to these hedges

were triggered resulting in the hedging losses detailed above.

Operating costs for the third quarter were \$11.4 million, or \$8.57 per BOE, up from \$9.8 million, or \$8.20 per BOE, in the third quarter of 2001. Operating costs for the first nine months of 2002 were \$30.4 million, or \$7.89 per BOE, down from \$31.6 million, or \$8.30 per BOE, for the first nine months of 2001. The Company has made enhancements in field operations to stabilize non-steam related operating costs such as oil treating consolidation and the conversion of many of the Company's producing properties' electrical requirements to cogeneration power rather than purchasing electricity from the utilities.

The cost of steaming is directly affected by the sales price received for the electricity produced from the Company's cogeneration operations and the cost of natural gas used as fuel in the Company's steam generation operations. Revenues from electricity sales declined in the first nine months of 2002 from the same 2001 period as the Company was unable to achieve sales prices in the open market that were comparable to its previous contractual sales prices with major utilities. The average price per Mwh received for the Company's electricity was approximately \$39 in the first nine months of 2002, down from approximately \$63 received during the same 2001 period. The cost of natural gas per Mmbtu was unusually high in the first nine months of 2001 at \$7.99/Mmbtu. This was significantly higher than the \$2.83/Mmbtu incurred in the first nine months of 2002. However, the cost of natural gas remains volatile and based on Nymex strip prices, it is estimated that the Company's cost of natural gas purchased in the fourth quarter of 2002 and for 2003 will range between \$3.50 and \$4.20/Mmbtu.

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To protect a portion of the Company's electrical production from low off-peak power prices, the Company entered into the following fixed price sale (swap) agreements:

Electricity Hedges
(Based on Dow Jones SP15 Index)

Term	Volume	Swap Price
10/1/02 - 12/31/02	30 Mwh per off-peak hour	\$21.25
1/1/03 - 3/31/03	30 Mwh per off-peak hour	\$22.50
4/1/03 - 5/31/03	30 Mwh per off-peak hour	\$21.00

One of the Company's principal goals for the upcoming quarters will be to lower the cost of producing steam for its oil and gas operations. On August 22, 2002, the California Public Utilities Commission mandated that investor owned utilities offer Standard Offer contracts to certain qualified facilities. The Company meets the requirements and is attempting to have these contracts with Southern California Edison Company and Pacific Gas and Electric Company in effect by January 1, 2003. Once executed, these contracts should result in improved electrical pricing which would contribute to lower operating costs for the Company's crude oil production operations. These contracts will expire no later than December 31, 2003.

G&A for the third quarter was \$2.3 million, up 53% from \$1.5 million in the third quarter of 2001 and 15% from \$2.0 million in the second quarter of 2002. The increase in the third quarter of 2002 compared to the third quarter of 2001 was primarily due to the hiring of additional technical employees to assist in property development and the pursuit of acquisition opportunities, and higher insurance and property evaluation costs. G&A for the nine months ended September 30, 2002 was 13% higher than the first nine months of 2001 due to higher insurance costs, property evaluation and rent expense, partially offset by lower legal fees.

The Company experienced an effective tax rate of 25% in the third quarter of 2002 and 21% in the first nine months of 2002 compared to 21% and 24% in the same three and nine month 2001 periods, respectively. The Company continues to invest in qualifying enhanced oil recovery (EOR) projects and anticipates that it will continue to earn EOR tax credits. This is the primary reason that the Company's effective tax rate is below the statutory tax rate.

Liquidity and Capital Resources

Working capital at September 30, 2002 was negative \$1.6 million, down from \$18.3 million at September 30, 2001 and \$5.8 million, at December 31, 2001. Cash generated from operations for the first nine months of 2002 was \$42.0 million, up 45% from \$28.9 million for the first nine months of 2001.

For the 2002 period, cash was used for a total of \$22.5 million in capital expenditures and leasehold acquisitions, \$12.0 million to repay long-term debt and \$6.5 million in dividends.

The Company's capital budget plan has been expanded and now calls for the commitment of \$31.5 million. As of October 31, 2002, 36 vertical producing wells and 14 horizontal producing wells have been drilled on the Company's operated

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properties in California. For all of 2002, the plan calls for a total of 49 vertical and 17 horizontal producing wells and 68 workovers on its California properties. Also, the Company has acquired an extensive acreage position in two states consisting of approximately 182,000 acres in northeastern Kansas and 44,000 acres in southern Illinois. As part of the capital budget, the Company has also drilled a five well coal bed methane (CBM) pilot in Illinois, and commenced drilling one of two pilots on its Kansas acreage and expects to drill a second pilot by year-end. It is anticipated that the pilot programs will verify the gas content and permeabilities of the coal, and thus its economic potential. The Company's goal is to determine by mid-to-late 2003 if full development is commercial, at which time the Company could begin full exploitation.

Forward Looking Statements

"Safe harbor under the Private Securities Litigation Reform Act of 1995:" With the exception of historical information, the matters discussed in this Form 10-Q are forward-looking statements that involve risks and uncertainties. Although the Company believes that its expectations are based on reasonable assumptions, it can give no assurance that its goals will be achieved. Important factors that could cause actual results to differ materially from those in the forward-looking statements herein include, but are not limited to, the timing and extent of changes in commodity prices for oil, gas and electricity, a limited marketplace for electricity sales within California, counterparty risk, competition, environmental risks, litigation uncertainties, drilling, development and operating risks, the availability of drilling rigs and other support services, legislative and/or judicial decisions and other government regulations.

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BERRY PETROLEUM COMPANY Part II. Other Information

Item 4. Controls and Procedures

The Company's Chief Executive Officer and its Chief Financial Officer have evaluated the Company's disclosure controls and procedures within 90 days of the filing of this report pursuant to Rule 13a-14 of the Securities and Exchange Act of 1934 and have concluded that there are no significant deficiencies or material weaknesses. There have been no significant changes in the Company's internal controls or in other factors that could significantly affect these controls.

PART II OTHER INFORMATION

Item 6. Exhibits and Reports on Form 8-K

(a) See Exhibit Index.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

BERRY PETROLEUM COMPANY

/s/ Donald A. Dale
Donald A. Dale
Controller
(Principal Accounting Officer)

Date: November 12, 2002

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CERTIFICATION OF CHIEF EXECUTIVE OFFICER

I, Jerry V. Hoffman, Chairman, President and Chief Executive Officer of Berry Petroleum Company, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Berry Petroleum Company;
2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;
3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;
4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the registrant and we have:
 - a) designed such disclosure controls and procedures to ensure that material information relating to the registrant is made known to us by others within the registrant, particularly during the period in which this quarterly report is being prepared;
 - b) evaluated the effectiveness of the registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this quarterly report (the "Evaluation Date"); and
 - c) presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date;
5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of registrant's board of directors:
 - a) all significant deficiencies in the design or operation of internal controls which could adversely affect the registrant's ability to record, process, summarize and report financial data and have identified for the registrant's auditors any material weaknesses in internal controls; and
 - b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls; and
6. The registrant's other certifying officers and I have indicated in this quarterly report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

/s/ Jerry V. Hoffman
Jerry V. Hoffman
Chairman, President and
Chief Executive Officer

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CERTIFICATION OF CHIEF FINANCIAL OFFICER

I, Ralph J. Goehring, Senior Vice President and Chief Financial Officer of Berry Petroleum Company, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Berry Petroleum Company;
2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;
3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;
4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the registrant and we have:
 - a) designed such disclosure controls and procedures to ensure that material information relating to the registrant is made known to us by others within the registrant, particularly during the period in which this quarterly report is being prepared;
 - b) evaluated the effectiveness of the registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this quarterly report (the "Evaluation Date"); and
 - c) presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date;
5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of registrant's board of directors:
 - a) all significant deficiencies in the design or operation of internal controls which could adversely affect the registrant's ability to record, process, summarize and report financial data and have identified for the registrant's auditors any material weaknesses in internal controls; and
 - b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls; and
6. The registrant's other certifying officers and I have indicated in this quarterly report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Date: November 12, 2002

/s/ Ralph J. Goehring
Ralph J. Goehring
Senior Vice President and
Chief Financial Officer

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EXHIBIT INDEX

Exhibit No.	Description
99.1	Certification of Chief Executive Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
99.2	Certification of Chief Financial Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

Certification of CEO Pursuant to
18 U.S.C. Section 1350,
As Adopted Pursuant to
Section 906 of the Sarbanes-Oxley Act of 2002

In connection with the Quarterly Report of Berry Petroleum Company (the "Company") on Form 10-Q for the period ending September 30, 2002 as filed with the Securities and Exchange Commission on November 12, 2002 (the "Report"), Jerry V. Hoffman, as Chairman and Chief Executive Officer of the Company, hereby certifies, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, to the best of his knowledge, that:

- (1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company.

/s/ Jerry V. Hoffman
Jerry V. Hoffman
Chairman, President and Chief Executive Officer
November 12, 2002

This certification accompanies this Report pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 and shall not be deemed filed by the Company for purposes of Section 18 of the Securities Exchange Act of 1934, as amended.

Certification of CFO Pursuant to
18 U.S.C. Section 1350,
As Adopted Pursuant to
Section 906 of the Sarbanes-Oxley Act of 2002

In connection with the Quarterly Report of Berry Petroleum Company (the "Company") on Form 10-Q for the period ending September 30, 2002 as filed with the Securities and Exchange Commission on November 12, 2002 (the "Report"), Ralph J. Goehring, Chief Financial Officer of the Company, hereby certifies, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, to the best of his knowledge, that:

- (1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company.

/s/ Ralph J. Goehring
Ralph J. Goehring
Senior Vice President and Chief Financial Officer
November 12, 2002

This certification accompanies this Report pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 and shall not be deemed filed by the Company for purposes of Section 18 of the Securities Exchange Act of 1934, as amended.