FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20049

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden

0.5

hours per response:

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(h)

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* OLSON KENNETH A						2. Issuer Name and Ticker or Trading Symbol BERRY PETROLEUM CO [BRY]								5. Relationship of Reporting Person(s) to Iss Check all applicable) Director 10% Ov X Officer (give title Other (s				ner
(Last) (First) (Middle) C/O BERRY PETROLEUM COMPANY						3. Date of Earliest Transaction (Month/Day/Year) 06/14/2005									w) Corpora		below)	peony
5201 TRUXTUN AVE., SUITE 300					4 If	4. If Amendment, Date of Original Eiled (Month/Day/Vee)									or Joint/Grou	n Filinc	(Check Ani	nlicable
(Street) BAKERSFIELD CA 93309				4.11	4. If Amendment, Date of Original Filed (Month/Day/Year)								e) X Fori Fori	Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (State) (Zip)													r en	ion				
		Tabl	e I - N	on-Deriv	ative	Secu	uritie	es Ac	quire	d, Di	sposed of	, or Be	neficia	ly Own	ed			
1. Title of Security (Instr. 3)				2. Transact Date (Month/Day		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)				cquired (A) or O) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following		n: Direct I or Indirect I ostr. 4) (7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	(A) or (D)	Price		action(s) 3 and 4)			(Instr. 4)
Class A Co	ommon Stoc	ck		06/14/2005					M		2,750(1)	A	\$15.68	75	6,725		D	
Class A Co	ommon Stoc	ck		06/14/2005					М		1,750(1)	A	\$16.3	3	8,475		D	
Class A Co	ommon Stoc	ck		06/14/2005		5		F		2,489(1)	D	\$52.2	5	5,986	986			
Class A Co	ommon Stoc	ck		06/14/2005		5		S		500	D	\$52.3		5,486		D		
Class A Co	ommon Stoc	ck		06/14/2005		5		S		500	D	\$52.2	\$52.26 4,			D		
Class A Co	ommon Stoc	ck		06/14/2005				S		200	D	\$52.3	\$ 52.3 4,			D		
Class A Co	ommon Stoc	ck		06/14/2	:005	005			S		500	D	\$52.3	6	4,286 3,986		D	
Class A Co	ommon Stoc	ck		06/14/2	005	005			S		300	D	\$52.3	9			D	
		Ta	able II								oosed of,			Owned	I			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. De Execut	(e.g., p		calls,	5. Nu of Deriv Secu Acqu (A) o Disp of (D	rants umber vative urities uired or osed or r. 3, 4	, opti	Exerc	convertib		rities) d of s g Security	8. Price Derivati Security (Instr. 5)	of 9. Number	re es ally ig d tion(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	3. Transaction Date	3A. De Execut	(e.g., p	4. Transa Code (calls,	5. Nu of Deriv Secu Acqu (A) o Disp of (D (Insti	rants umber vative urities uired or osed or r. 3, 4	6. Date	Exercition Day/N	convertib	7. Title an Amount of Securities Underlyin Derivative	rities) d of s g Security	8. Price Derivati Security (Instr. 5)	of 9. Number derivative Securitie Beneficia Owned Followin Reported Transact	re es ally ig d tion(s)	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership
Derivative Security	Conversion or Exercise Price of Derivative	3. Transaction Date	3A. De Execut	(e.g., p	uts, 0 4. Transa Code (8)	action (Instr.	5. Nu of Deriv Secu Acqu (A) o Disp of (D (Insti	rants umber vative urities uired or osed) r. 3, 4 5)	6. Date	Exercition Day/N	convertib isable and ate (ear)	7. Title an Amount of Securities Underlyin Derivative (Instr. 3 a	d d f f f f f f f f f f f f f f f f f f	8. Price Derivati Security (Instr. 5)	of 9. Number derivative Securitie Beneficia Owned Followin Reported Transact	ve es ally ig d tion(s)	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership
Derivative Security (Instr. 3) Nonstatutory Stock Option (Right to	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. De Execut	(e.g., p	4. Transa Code (8)	action (Instr.	5. Nu of Deriv Secu Acqu (A) o Disp of (D (Insti	rants umber vative urities uired or osed) r. 3, 4 5)	6. Date Exercise	Exercise Exercise State of the Control of the Contr	convertib isable and ate (ear)	7. Title an Amount of Securities Underlyin Derivative (Instr. 3 a	d d d d d d d d d d d d d d d d d d d	8. Price Derivati Security (Instr. 5)	9. Numb derivativ Securitie Beneficis Owned Followin Reporter Transact (Instr. 4)	ve es ally gg d tion(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership
Nonstatutory Stock Option (Right to Buy) NSO Nonstatutory Stock Option (Right to Buy) RSO	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. De Execut	(e.g., p	uts, c 4. Transac Code (8)	action (Instr.	5. Nu of Deriv Secu Acqu (A) o Disp of (D (Insti	rants umber vative urities uired or osed o) r. 3, 4 5) (D)	Option 6. Date Expirar (Month) Date Exercise 12/02/	sable	Expiration Date	7. Title an Amount of Securities Underlyin Derivative (Instr. 3 a Title Class A Common Stock	Amount or Number of Shares	8. Price Derivati Security (Instr. 5)	9. Numb derivativ Securitie Beneficia Owned Followin Reporter Transact (Instr. 4)	ve ses sally segment of the segment	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership
Nonstatutory Stock Option (Right to Buy) NSO Nonstatutory Stock Option (Right to Buy) NSO Nonstatutory Stock Option (Right to Buy) NSO Nonstatutory Stock Option (Right to Buy) NSO	Conversion or Exercise Price of Derivative Security \$15.69	3. Transaction Date (Month/Day/Year)	3A. De Execut	(e.g., p	uts, c 4. Transac Code (8)	action (Instr.	5. Nu of Deriv Secu Acqu (A) o Disp of (D (Insti	rants umber vative urities uired or osed o) r. 3, 4 5) (D)	Date Exercis	sable 22002	Expiration Date 12/07/2011	7. Title an Amount of Securities Underlyin Derivative (Instr. 3 a Common Stock Class A Common Stock Class A Common Stock	Amount of Shares 2,750	8. Price Derivati Security (Instr. 5)	9. Numb derivativ Securitie Beneficia Owned Followin Reportec Transact (Instr. 4)	ve ses salally reg d d dition(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership

Explanation of Responses:

Remarks:

Kenneth A. Olson

06/16/2005

** 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.