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

SCHEDULE 13G

Under the Securities Exchange Act of 1934

Under the Securities Exchange Act of 1934					
(Amendment No. 4)*					
Berry Corporation					
(Name of Issuer)					
Class A Common Stock					
(Title of Class of Securities)					
08579X101					
(CUSIP Number)					
December 31, 2021					
(Date of Event which Requires Filing of this Statement)					
Check the appropriate box to designate the rule pursuant to which this Schedule is filed.					
□ Rule 13d-1(b)					
☑ Rule 13d-1(c) □ Rule 13d-1(d)					
□ Rule 13d-1(d)					
*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.					
The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (" <i>Act</i> ") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).					

1	NAME OF REPORTING PERSON					
	Oaktree Value Opportunities Fund Holdings, L.P.					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP					
_	(a) □ (b) □					
3	SEC USE ONLY					
4	CITIZENS	HIP OR PLACE OF ORGANIZATION				
	Delaware					
		SOLE VOTING POWER				
		2,272,759 (1)				
NUMBE	_	5 SHARED VOTING POWER				
SHAR BENEFIC						
OWNI		0				
BY EACH RE		SOLE DISPOSITIVE POWER				
PERSON WITH		2,272,759 (1)				
		SHARED DISPOSITIVE POWER				
0	A C C D E C	0 ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	AGGREGA	ALE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	2,272,759 (1)				
10	CHECK B	OX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11	DEDCENT	OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
11	LENCENT	OF CLASS REFRESERTED BT AMOUNT IN ROW (3)				
	2.8% (2)					
12	TYPE OF I	REPORTING PERSON				
	DNI					
	PN					

⁽¹⁾ In its capacity as the direct owner of 2,272,759 shares of common stock, par value \$0.001 per share of the Issuer ("Common Stock").

⁽²⁾ All calculations of percentage ownership herein are based on a total of 80,007,149 shares of Common Stock issued and outstanding as of October 31, 2021, as reported by the Issuer on its Quarterly Report on Form 10-Q filed with the United States Securities Exchange Commission (the "SEC") on November 3, 2021 (the "Form 10-Q").

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1					
	Oaktree Va	alue Opportunities Fund GP, L.P.			
2					
			(b) □		
3	SEC USE	ONLY			
4	CITIZENS	SHIP OR PLACE OF ORGANIZATION			
	Cayman Is	slands			
	ou) man 10	5 SOLE VOTING POWER			
NUMBE	R OF	2,272,759 (1) 6 SHARED VOTING POWER			
SHAR	_	SHARED VOTING FOWER			
BENEFICI OWNI		0			
BY EACH RE		7 SOLE DISPOSITIVE POWER			
PERSO WITI		2,272,759 (1)			
WIII	.1	8 SHARED DISPOSITIVE POWER			
9	AGGREG	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	2,272,759	(1)			
10		BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
11	PERCENT	T OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			
2.8%					
12	TYPE OF REPORTING PERSON				
	PN				

⁽¹⁾ Solely in its capacity as the general partner of Oaktree Value Opportunities Fund Holdings, L.P.

1	NAME OF REPORTING PERSON				
	Oaktroo Va	مبياد	Opportunities Fund GP Ltd.		
2			APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆	
_	CILCIVI	1111	THE TOTAL TENDER OF THE GOOD	(a) □ (b) □	
3	SEC USE	ONI	LY		
4	CITIZENS	SHIF	OR PLACE OF ORGANIZATION		
		, ,			
	Cayman Is	1	SOLE VOTING POWER		
		5	SOLE VOTING POWER		
NU COE	D 0E		2,272,759 (1)		
NUMBE SHAR	_	6	SHARED VOTING POWER		
BENEFIC	_				
OWNE		7	SOLE DISPOSITIVE POWER		
BY EACH RE PERSO					
WITH		_	2,272,759 (1)		
		8	SHARED DISPOSITIVE POWER		
			0		
9	AGGREG.	ATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	2 272 750	(1)			
	2,272,759 CHECK B		IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
10	CITECIVE	.021	II THE MODILE MINOCIAL IN NOW (3) ENGLODES CERTIFICATION		
11	PERCENT	OF	CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	2.8%				
12		REF	PORTING PERSON		
	CO				

Solely in its capacity as the general partner of Oaktree Value Opportunities Fund GP, L.P.

(1)

CUSIP No. 08579X101	SCHEDULE 13G	Page 5 of 27

1	NAME OF REPORTING PERSON				
	Oaktroo O	nnor	tunities Fund X Holdings (Delaware), L.P.		
2	(a) 🗆				
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP					
3	SEC USE	ONI	_Y		
4	CITIZENS	SHIF	OR PLACE OF ORGANIZATION		
	T. 1				
	Delaware	Ī-	SOLE VOTING POWER		
		5	SOLE VOTING POWER		
NUMBER	D OF		5,555,554 (1)		
NUMBE: SHAR		6	SHARED VOTING POWER		
BENEFIC	_		0		
OWNI	PORTING	7	SOLE DISPOSITIVE POWER		
BY EACH RE PERSO					
WITI		_	5,555,554 (1)		
		8	SHARED DISPOSITIVE POWER		
			0		
9	AGGREG	ATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	5,555,554	(1)			
10			IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
	OTIL OT L		1 112 120 012 0112 1110 0111 11 110 11 (0) 2110 20 22 02111 1111 011 1120	_	
11	PERCENT	ΓOF	CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	6.9%				
12	TYPE OF	REF	PORTING PERSON		
	DAY.				
	PN				

(1) In its capacity as the direct owner of 5,555,554 Shares.

CUSIP No. 08579X101	SCHEDULE 13G	Page 6 of 2

1 NAME OF REPORTING PERSON						
		Opportunities Fund Xb Holdings (Delaware), L.P.				
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP			(a) □			
			(b) 🗆			
3	SEC USE ONLY					
4	CITIZENS	ISHIP OR PLACE OF ORGANIZATION				
	Delaware					
		5 SOLE VOTING POWER				
(D.E.	D 0E	5,085,000 (1)				
NUMBE SHAR	_	6 SHARED VOTING POWER				
BENEFIC		0				
OWN BY EACH RE		7 SOLE DISPOSITIVE POWER				
PERSO		5,085,000 (1)				
WITH		8 SHARED DISPOSITIVE POWER				
		0				
9	AGGREG.	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	5,085,000					
10	CHECK B	BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11	PERCENT	IT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	6.4%					
12	TYPE OF REPORTING PERSON					
	PN					

(1)

In its capacity as the direct owner of 5,085,000 Shares.

1	NAME OF REPORTING PERSON						
Oaktree Fund GP, LLC							
2			APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆			
				(b) □			
3	SEC USE	ON	LY				
4	CITIZENS	SHIF	OR PLACE OF ORGANIZATION				
	Delaware						
		5	SOLE VOTING POWER				
			10,640,554 (1)				
NUMBE SHAR	_	6	SHARED VOTING POWER				
BENEFIC	CIALLY ED						
OWNI BY EACH RE		7	SOLE DISPOSITIVE POWER				
PERSO			10,640,554 (1)				
WIT	H	8	SHARED DISPOSITIVE POWER				
9	AGGREG	ATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
10	10,640,554 CHECK B	_ ` ′	IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
10	CHECKE	CHECK DOX IF THE AGGREGATE AMOUNT IN NOW (9) EXCLUDES CERTAIN SHARES					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						
FERGENT OF CLASS REFRESENTED BT AMIOUNT IN ROW (9)		CENSO REPRESENTED DI PRINCONT IN NOW (3)					
	13.3%						
12	TYPE OF	REI	PORTING PERSON				
	00						

⁽¹⁾ Solely in its capacity as the general partner of Oaktree Opportunities Fund X Holdings (Delaware), L.P. and Oaktree Opportunities Fund Xb Holdings (Delaware), L.P.

CUSIP No. 08579X101	SCHEDULE 13G	Page 8 of 27

1	NAME OF REPORTING PERSON				
	Oaktree Fi	und GP I, L.P.			
2			(a) 🗆		
			(b) □		
3	SEC USE	ONLY			
4	CITIZENS	SHIP OR PLACE OF ORGANIZATION			
	Delaware				
		5 SOLE VOTING POWER			
		12,913,313 (1)			
NUMBE SHAR	_	6 SHARED VOTING POWER			
BENEFIC	_				
OWNI BY EACH RE		7 SOLE DISPOSITIVE POWER			
PERSO	ON	12,913,313 (1)			
WIT	Н	8 SHARED DISPOSITIVE POWER			
		0			
9	AGGREG	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	12,913,31	3 (1)			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
	16.1%				
12	TYPE OF	REPORTING PERSON			
	PN				

⁽¹⁾ Solely in its capacity as the managing member of Oaktree Fund GP, LLC and the sole shareholder of Oaktree Value Opportunities Fund GP Ltd.

CUSIP No. 08579X101	SCHEDULE 13G	Page 9 of 2

1	NAME O	F RE	EPORTING PERSON		
	Oaktree C	anita	מוזוג		
2			APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆	
_	CILCICI		THE ROTH THE BOTH THE BEN OF THE GROOT	(b) □	
3	SEC USE	EC USE ONLY			
4	CITIZENS	SHIF	P OR PLACE OF ORGANIZATION		
	D 1				
	Delaware	I-	COLE VOTING POLIER		
		5	SOLE VOTING POWER		
			12,913,313 (1)		
NUMBE: SHAR	_	6	SHARED VOTING POWER		
BENEFIC					
OWNI		7	SOLE DISPOSITIVE POWER		
BY EACH RE PERSO	PORTING	· ′	SOLE DISTOSTITVE TOWER		
WITI			12,913,313 (1)		
,,,,,,		8	SHARED DISPOSITIVE POWER		
			0		
9	AGGREG	ATE	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
10	12,913,313 (1)				
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
	16.1%				
1		REF	PORTING PERSON		
	PN				

⁽¹⁾ Solely in its capacity as the general partner of Oaktree Fund GP I, L.P.

CUSIP No. 08579X101	SCHEDULE 13G	Page 10 of 2

1	NAME OF REPORTING PERSON				
	OCM Hole	ldings I, LLC			
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP			(a) 🗆		
			(b) 🗆		
3	SEC USE	E ONLY			
4	CITIZENS	ISHIP OR PLACE OF ORGANIZATION			
	Delaware				
	•	5 SOLE VOTING POWER			
		12,913,313 (1)			
NUMBE SHAR		6 SHARED VOTING POWER			
BENEFIC	IALLY				
OWNI BY EACH RE		7 SOLE DISPOSITIVE POWER			
PERSO	ON	12,913,313 (1)			
WITI	H	8 SHARED DISPOSITIVE POWER			
9	AGGREG	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	12,913,313	13 (1)			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11	PERCENT	T OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			
	16.1%				
12		F REPORTING PERSON			
	00				
	_				

(1)

Solely in its capacity as the general partner of Oaktree Capital I, L.P.

CUSIP No. 08579X101	SCHEDULE 13G	Page 11 of 2

1	NAME O	EPORTING PERSON				
	Oaktree Holdings, LLC					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b)					
3	SEC USE	ILY				
4	CITIZENS	P OR PLACE OF ORG	GANIZATION			
	Delaware					
		SOLE VOTING POW 12,913,313 (1)	WER			
NUMBE SHAR BENEFIC	ES IALLY	6 SHARED VOTING POWER 0	POWER			
OWNED BY EACH REPORTING PERSON WITH		SOLE DISPOSITIVE 12,913,313 (1)	E POWER			
		SHARED DISPOSIT	TIVE POWER			
9			CIALLY OWNED BY EACH REPORTING PERSON			
10	12,913,313 (1) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □					
11		F CLASS REPRESENT	TED BY AMOUNT IN ROW (9)	-		
	16.1%					
12		PORTING PERSON				
	00					

⁽¹⁾ Solely in its capacity as the managing member of OCM Holdings I, LLC.

CUSIP No. 08579X101	SCHEDULE 13G	Page 12 of 2

1	NAME OF REPORTING PERSON				
	Oaktree C	Capital Management, L.P.			
2		THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆		
			(b) □		
3	SEC USE	CONLY			
4	CITIZENS	SHIP OR PLACE OF ORGANIZATION			
	Delaware				
		5 SOLE VOTING POWER			
		2,272,759 (1)			
NUMBE: SHAR	_	6 SHARED VOTING POWER			
BENEFIC	_				
OWNI BY EACH RE		7 SOLE DISPOSITIVE POWER			
PERSO	ON	2,272,759 (1)			
WITI	H	8 SHARED DISPOSITIVE POWER			
9	AGGREG	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	2,272,759	0(1)			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11	PERCENT	T OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			
	2.8%				
12		REPORTING PERSON			
	PN				
					

(1) Solely in its capacity as the sole director of Oaktree Value Opportunities Fund GP Ltd.

CUSIP No. 08579X101	SCHEDULE 13G	Page 13 of 2

1	NAME OF REPORTING PERSON					
	Oaktree Capital Management GP, LLC					
2	СНЕСК Т	HE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆			
			(b) □			
3	SEC USE	ONLY				
4	CITIZENS	SHIP OR PLACE OF ORGANIZATION				
	Delaware					
		5 SOLE VOTING POWER				
		2,272,759 (1)				
NUMBE SHAR		6 SHARED VOTING POWER				
BENEFIC	IALLY	0				
OWNI BY EACH RE		7 SOLE DISPOSITIVE POWER				
PERSO	ON	2,272,759 (1)				
WITH		8 SHARED DISPOSITIVE POWER				
		0				
9 AGGREC		ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	2,272,759 (1)					
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
	2.8%					
12	TYPE OF	TYPE OF REPORTING PERSON				
00						
	00					

(1) Solely in its capacity as the general partner of Oaktree Capital Management, L.P.

CUSIP No. 08579X101	SCHEDULE 13G	Page 14 of 2

1	NAME OF REPORTING PERSON					
	Atlas OCN	as OCM Holdings LLC				
2	Atlas OCM Holdings LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (
CHECK THE APPROPRIATE BOX IF A WIEWIDER OF A GROUP				(a) □ (b) □		
3	SEC USE	ON	LY			
4	CITIZENS	SHIF	P OR PLACE OF ORGANIZATION			
	Dalas					
 	Delaware	5	SOLE VOTING POWER			
		3	SOLE VOTING FOWER			
NUMBE	D OF		2,272,759 (1)			
SHAR		6	SHARED VOTING POWER			
BENEFIC	ALLY					
OWNI	ED	7	SOLE DISPOSITIVE POWER			
BY EACH RE PERSO						
WITI			2,272,759 (1)			
		8	SHARED DISPOSITIVE POWER			
			0			
9 AGGREO		ATE	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	2,272,759 (1)					
		HECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11	DEDCEN	гог	COLACC DEDDECEMEED BY AMOUNT IN DOM (0)			
11	PERCEN	ı OF	F CLASS REPRESENTED BY AMOUNT IN ROW (9)			
	2.8%					
12	TYPE OF REPORTING PERSON					
	00					

⁽¹⁾ Solely in its capacity as the sole managing member of Oaktree Capital Management GP, LLC.

CUSIP No. 08579X101	SCHEDULE 13G	Page 15 of 2

1	NAME OF REPORTING PERSON						
	Oalstroa Ci	anita	ol Crown LLC				
2	Oaktree Capital Group, LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [
	CHECK	III.	ALL ROLRIALE BOX IF A MEMBER OF A GROOT	(a) □ (b) □			
				()			
3	SEC USE	ON	LY				
4	CITIZENS	SHIE	P OR PLACE OF ORGANIZATION				
	OTTIBLIT	J1111					
	Delaware						
		5	SOLE VOTING POWER				
			12,913,313 (1)				
NUMBE		6	SHARED VOTING POWER				
SHAR BENEFIC	_						
OWNI			0				
BY EACH RE	EPORTING	7	SOLE DISPOSITIVE POWER				
PERSO			12,913,313 (1)				
WITH		8	SHARED DISPOSITIVE POWER				
0	A C C D E C	ATT	0 E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	AGGREG	AIE	, AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	12,913,313	12,913,313 (1)					
		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						
11	LEIXCEIVI	ı Or	CLASS REFRESENTED DT AMOUNT IN ROW (3)				
	16.1%						
12	TYPE OF	TYPE OF REPORTING PERSON					
	00						

⁽¹⁾ Solely in its capacity as the managing member of Oaktree Holdings, LLC.

1	NAME OF REPORTING PERSON						
	Oaktree Capital Group Holdings GP, LLC						
2							
			(a) □ (b) □				
3	SEC USE	ONLY					
5	SEC USE	ONLY					
4	CITIZENS	SHIP OR PLACE OF ORGANIZATION					
	Delaware	Delaware					
		5 SOLE VOTING POWER					
		12,913,313 (1)					
NUMBE: SHAR	_	6 SHARED VOTING POWER					
BENEFIC	_						
OWNI BY EACH RE		7 SOLE DISPOSITIVE POWER					
PERSO							
WITH		12,913,313 (1) 8 SHARED DISPOSITIVE POWER					
9	ACCREC	0 GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
9	AGGREG	FAIE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	12,913,313 (1)						
10 CHECH		BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						
	16.1%						
12		TYPE OF REPORTING PERSON					
	00						
	00						

⁽¹⁾ Solely in its capacity as the indirect owner of the class B units of each of Oaktree Capital Group, LLC and Atlas OCM Holdings, LLC.

1	NAME OF REPORTING PERSON					
	Brookfield Asset Management Inc.					
2	CHECK T	THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) □			
			(b) □			
3	SEC USE	ONLY				
4	CITIZENS	SHIP OR PLACE OF ORGANIZATION				
	Ontario, C	anada				
		5 SOLE VOTING POWER				
		12,913,313 (1)				
NUMBE SHAR		6 SHARED VOTING POWER				
BENEFIC	IALLY	0				
OWN: BY EACH RE		7 SOLE DISPOSITIVE POWER				
PERS	ON	12,913,313 (1)				
WITH		8 SHARED DISPOSITIVE POWER				
		0				
9	AGGREG	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	12,913,31	12,913,313 (1)				
10	CHECK E	OX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
	16.1%					
12	TYPE OF	TYPE OF REPORTING PERSON				
	НС					

⁽¹⁾ Solely in its capacity as the indirect owner of the class A units of each of Oaktree Capital Group, LLC and Atlas OCM Holdings, LLC.

CUSIP No. 08579X101	SCHEDULE 13G	Page 18 of 2

1	NAME OF REPORTING PERSON					
	BAM Partners Trust					
2			PRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆		
				(b) □		
3	SEC USE	NI V				
	SEC OSE)IVL I				
4	CITIZENS	HIP OR PI	LACE OF ORGANIZATION			
	Ontario, C					
		SOLE	VOTING POWER			
		12,913	3,313 (1)			
NUMBE SHAR	_		ED VOTING POWER			
BENEFIC	_	0				
OWNI		7 SOLE	DISPOSITIVE POWER			
BY EACH REPORTING PERSON WITH						
			B,313 (1) ED DISPOSITIVE POWER			
		SHAK	ED DISPOSITIVE POWER			
	1	0				
9	AGGREG	TE AMOU	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	12,913,313 (1)					
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □					
11	11 PERCENT		S REPRESENTED BY AMOUNT IN ROW (9)			
	16.1%					
12	TYPE OF REPORTING PERSON					
HC						

⁽¹⁾ Solely in its capacity as the sole owner of Class B Limited Voting Shares of Brookfield Asset Management, Inc.

ITEM 1. (a) Name of Issuer:

Berry Petroleum Corporation

(b) Address of Issuer's Principal Executive Offices:

16000 N. Dallas Parkway, Suite 500 Dallas, Texas 75248

ITEM 2. (a)-(c) Name of Person Filing; Address of Principal Business Office; and Citizenship

This Schedule 13G is filed jointly by each of the following persons (collectively, the "*Reporting Persons*") pursuant to a joint filing agreement attached hereto as Exhibit 1:

- (1) Oaktree Value Opportunities Fund Holdings, L.P., a Delaware limited partnership ("VOF Holdings"), in its capacity as the direct owner of 2,272,759 shares of Common Stock;
- (2) Oaktree Value Opportunities Fund GP, L.P., a Cayman Islands limited partnership ("**VOF GP**"), in its capacity as the general partner of VOF Holdings;
- (3) Oaktree Value Opportunities Fund GP Ltd., a Cayman Islands exempted company ("VOF GP Ltd."), in its capacity as the general partner of VOF GP;
- (4) Oaktree Opportunities Fund X Holdings (Delaware), L.P., a Delaware limited partnership ("*X Holdings*"), in its capacity as the direct owner of 5,555,554 Shares;
- (5) Oaktree Opportunities Fund Xb Holdings (Delaware), L.P., a Delaware limited partnership ("Xb Holdings"), in its capacity as the direct owner of 5,085,000 Shares;
- (6) Oaktree Fund GP, LLC, a Delaware limited liability company ("*Fund GP*"), in its capacity as the general partner of X Holdings and Xb Holdings;
- (7) Oaktree Fund GP I, L.P., a Delaware limited partnership ("*GP I*"), in its capacity as the managing member of Fund GP and as the sole shareholder of VOF GP Ltd.;
- (8) Oaktree Capital I, L.P., a Delaware limited partnership ("*Capital I*"), in its capacity as the general partner of GP I;
- (9) OCM Holdings I, LLC, a Delaware limited liability company ("Holdings I"), in its capacity as the general partner of Capital I;
- (10) Oaktree Holdings, LLC, a Delaware limited liability company ("Holdings") in its capacity as the managing member of Holdings I;
- (11) Oaktree Capital Management, L.P., a Delaware limited partnership ("*Management*"), in its capacity as the sole director of VOF GP Ltd.;

- (12) Oaktree Capital Management GP, LLC, a Delaware limited liability company ("*Management GP*"), in its capacity as the general partner of Management;
- (13) Atlas OCM Holdings LLC, a Delaware limited liability company ("*Atlas*"), in its capacity as the sole managing member of Management GP;
- (14) Oaktree Capital Group, LLC, a Delaware limited liability company ("*OCG*"), in its capacity as the managing member of Holdings;
- (15) Oaktree Capital Group Holdings GP, LLC, a Delaware limited liability company ("*OCGH GP*"), in its capacity as the indirect owner of the class B units of each of OCG and Atlas;
- (16) Brookfield Asset Management Inc., a Canadian corporation ("*BAM*"), in its capacity as the indirect owner of the class A units of each of OCG and Atlas; and
- (17) BAM Partners Trust, a trust formed under the laws of Ontario ("*BAM Partnership*"), in its capacity as the sole owner of Class B Limited Voting Shares of BAM.

The principal business address of each of the Reporting Persons is 333 S. Grand Avenue, 28th Floor, Los Angeles, CA 90071.

(d) Title of Class of Securities:

Common Shares, \$0.001 par value per share (the "Shares")

[__] Group, in accordance with ss.240.13d-1(b)(1)(ii)(J).

(e) **CUSIP Number:** 08579X101

(j)

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO SS.240.13D-1(B) OR 240.13D-2(B) OR (C), CHECK WHETHER THE PERSON FILING IS A:

(a)	[] Broker or dealer registered under Section 15 of the Act (15 U.S.C. 780)
(b)	[] Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c)
(c)	[] Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c)
(d)	[] Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8)
(e)	[] An investment adviser in accordance with ss.240.13d-1(b)(1)(ii)(E)
(f)	[] An employee benefit plan or endowment fund in accordance with ss.240.13d-1(b)(1)(ii)(F)
(g)	[] A Parent holding company or control person in accordance with ss.240.13d-1(b)(1)(ii)(G)
(h)	[] A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813)
(i)	[_] A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment
	Company Act of 1940 (15 U.S.C. 802-3)

ITEM 4. OWNERSHIP

The responses of the Reporting Persons to Rows 5-9 and 11 in each of their respective cover pages to this Schedule 13G are incorporated herein by reference.

VOF Holdings directly holds 2,272,759 shares of the Issuer's Common Stock, constituting approximately 2.8% of the total issued and outstanding Shares and has the sole power to vote and dispose of such shares.

VOF GP, in its capacity as the general partner of VOF Holdings, has the ability to direct the management of VOF Holdings' business, including the power to vote and dispose of securities held by VOF Holdings; therefore, VOF GP may be deemed to beneficially own the Shares held by VOF Holdings.

VOF GP Ltd., in its capacity as the general partner of VOF GP, has the ability to direct the management of VOF GP's business, including the power to direct the decisions of VOF GP regarding the vote and disposition of securities held by VOF Holdings; therefore, VOF GP Ltd. may be deemed to have indirect beneficial ownership of the Shares held by VOF Holdings.

X Holdings directly holds 5,555,554 Shares, constituting approximately 6.9% of the total issued and outstanding Shares and has the sole power to vote and dispose of such shares.

Xb Holdings directly holds 5,085,000 Shares, constituting approximately 6.4% of the total issued and outstanding Shares and has the sole power to vote and dispose of such shares.

Fund GP, in its capacity as the general partner of X Holdings and Xb Holdings, has the ability to direct the management of X Holdings' and Xb Holdings' businesses, including the power to vote and dispose of securities held by X Holdings and Xb Holdings; therefore Fund GP may be deemed to beneficially own the Shares held by X Holdings and Xb Holdings.

GP I, in its capacity as the sole shareholder of VOF GP Ltd., has the ability to appoint and remove the directors and direct the management of the business of VOF GP Ltd, including the power to direct the decisions of VOF GP Ltd. regarding the vote and disposition of securities held by VOF Holdings. Additionally, GP I, in its capacity as the managing member of Fund GP, has the ability to direct the management of Fund GP's business, including the power to direct the decisions of Fund GP regarding the vote and disposition of securities held by X Holdings and Xb Holdings. Therefore, GP I may be deemed to have indirect beneficial ownership of the Shares held by VOF Holdings, X Holdings and Xb Holdings.

Capital I, in its capacity as the general partner of GP I, has the ability to direct the management of GP I's business, including the power to direct the decisions of GP I regarding the vote and disposition of securities held by VOF Holdings, X Holdings and Xb Holdings; therefore, Capital I may be deemed to have indirect beneficial ownership of the Shares held by VOF Holdings, X Holdings and Xb Holdings.

Holdings I, in its capacity as the general partner of Capital I, has the ability to direct the management of Capital I's business, including the power to direct the decisions of Capital I regarding the vote and disposition of securities held by VOF Holdings, X Holdings and Xb Holdings; therefore, Holdings I may be deemed to have indirect beneficial ownership of the Shares held by VOF Holdings, X Holdings and Xb Holdings.

Holdings, in its capacity as the managing member of Holdings I, has the ability to direct the management of Holding I's business, including the power to direct the decisions of Holdings I regarding the vote and disposition of securities held by VOF Holdings, X Holdings and Xb Holdings; therefore, Holdings may be deemed to have indirect beneficial ownership of the Shares held by VOF Holdings, X Holdings and Xb Holdings.

Management, in its capacity as the sole director of VOF GP Ltd., has the ability to direct the management of VOF GP Ltd., including the power to direct the decisions of VOF GP Ltd. regarding the vote and disposition of securities held by VOF Holdings; therefore, Management may be deemed to have indirect beneficial ownership of the Shares held by VOF Holdings.

Management GP, in its capacity as the general partner of Management, has the ability to direct the management of the business of Management, including the power to vote and dispose of securities held by VOF Holdings; therefore, Management GP may be deemed to have indirect beneficial ownership of the Shares held by VOF Holdings.

Atlas, in its capacity as the sole managing member of Management GP, has the ability to direct the management of Management GP's business, including the power to direct the decisions of Management GP regarding the vote and disposition of securities held by VOF Holdings; therefore, Atlas may be deemed to have indirect beneficial ownership of the Shares held by VOF Holdings.

OCG, in its capacity as the managing member of Holdings, has the ability to direct the management of Holdings' business, including the power to direct the decisions of Holdings regarding the vote and disposition of securities held by VOF Holdings, X Holdings and Xb Holdings; therefore, OCG may be deemed to have indirect beneficial ownership of the Shares held by VOF Holdings, X Holdings and Xb Holdings.

OCGH GP, in its capacity as the indirect owner of the class B units of each of OCG and Atlas, has the ability to appoint and remove certain directors of OCG and Atlas and, as such, may indirectly control the decisions of OCG and Atlas regarding the vote and disposition of securities held by VOF Holdings, X Holdings and Xb Holdings; therefore, OCGH GP may be deemed to have indirect beneficial ownership of the Shares held by VOF Holdings, X Holdings and Xb Holdings.

BAM, in its capacity as the indirect owner of the class A units of each of OCG and Atlas, has the ability to appoint and remove certain directors of OCG and Atlas and, as such, may indirectly control the decisions of OCG and Atlas regarding the vote and disposition of securities held by VOF Holdings, X Holdings and Xb Holdings; therefore BAM may be deemed to have indirect beneficial ownership of the Shares held by VOF Holdings, X Holdings and Xb Holdings.

BAM Partnership, in its capacity as the sole owner of Class B Limited Voting Shares of BAM, has the ability to appoint and remove the directors and direct the management of the business of BAM, including the power to direct the decisions of BAM, regarding the vote and disposition of securities held by VOF Holdings, X Holdings and Xb Holdings; therefore BAM Partnership may be deemed to have indirect beneficial ownership of the Shares held by VOF Holdings, X Holdings and Xb Holdings.

Pursuant to Rule 13d-4 of the Exchange Act, the Reporting Persons declare that filing this Statement shall not be construed as an admission that any such person is, for the purposes of Section 13(d) and/or Section 13(g) of the Exchange Act, the beneficial owner of any securities covered by this Statement except to the extent of such person's pecuniary interest in the Shares, and except to the extent of its pecuniary interest, such beneficial ownership is expressly disclaimed by each Reporting Person.

All ownership percentages of the securities reported in this Statement are based on 80,007,149 Shares outstanding as of October 31, 2021, as reported by the Issuer on the Form 10-Q.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following \Box .

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Not applicable.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

Not applicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

Not applicable.

ITEM 10. CERTIFICATIONS.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 14, 2022

OAKTREE VALUE OPPORTUNITIES FUND HOLDINGS,

L.P.

By: Oaktree Value Opportunities Fund GP, L.P.

Its: General Partner

By: Oaktree Value Opportunities Fund GP Ltd.

Its: General Partner

By: Oaktree Capital Management, L.P.

Its: Director

By: /s/ Henry Orren

Name: Henry Orren

Title: Senior Vice President

OAKTREE VALUE OPPORTUNITIES FUND GP, L.P.

By: Oaktree Value Opportunities Fund GP Ltd.

Its: General Partner

By: Oaktree Capital Management, L.P.

Its: Director

By: /s/ Henry Orren

Name: Henry Orren

Title: Senior Vice President

OAKTREE VALUE OPPORTUNITIES FUND GP LTD.

By: Oaktree Capital Management, L.P.

Its: Director

By: /s/ Henry Orren

Name: Henry Orren

Title: Senior Vice President

OAKTREE OPPORTUNITIES FUND X HOLDINGS (DELAWARE), L.P.

By: Oaktree Fund GP, LLC Its: General Partner

By: Oaktree Fund GP I, L.P. Its: Managing Member

By: /s/ Henry Orren
Name: Henry Orren

Title: Senior Vice President

OAKTREE OPPORTUNITIES FUND Xb HOLDINGS (DELAWARE), L.P.

By: Oaktree Fund GP, LLC Its: General Partner

By: Oaktree Fund GP I, L.P. Its: Managing Member

By: /s/ Henry Orren
Name: Henry Orren
Title: Senior Vice President

OAKTREE FUND GP, LLC

By: Oaktree Fund GP I, L.P. Its: Managing Member

By: /s/ Henry Orren
Name: Henry Orren
Title: Senior Vice President

OAKTREE FUND GP I, L.P.

By: /s/ Henry Orren
Name: Henry Orren
Title: Senior Vice President

OAKTREE CAPITAL I, L.P.

By: /s/ Henry Orren

Name: Henry Orren
Title: Senior Vice President

OCM HOLDINGS I, LLC

By: /s/ Henry Orren
Name: Henry Orren
Title: Senior Vice President
OAKTREE HOLDINGS, LLC

By: /s/ Henry Orren
Name: Henry Orren
Title: Senior Vice President

OAKTREE CAPITAL MANAGEMENT, L.P.

By: /s/ Henry Orren
Name: Henry Orren

Title: Senior Vice President

OAKTREE CAPITAL MANAGEMENT GP, LLC

By: Atlas OCM Holdings, LLC

Its: Managing Member

By: Oaktree New Holdings, LLC

Its: Member

By: /s/ Henry Orren

Name: Henry Orren

Title: Senior Vice President

ATLAS OCM HOLDINGS, LLC

By: Oaktree New Holdings, LLC

Its: Member

By: /s/ Henry Orren

Name: Henry Orren

Title: Senior Vice President

OAKTREE CAPITAL GROUP, LLC

By: /s/ Henry Orren

Name: Henry Orren

Title: Vice President

OAKTREE CAPITAL GROUP HOLDINGS GP, LLC

By: /s/ Henry Orren

Name: Henry Orren

Title: Senior Vice President

BROOKFIELD ASSET MANAGEMENT INC.

By: /s/ Kathy Sarpash

Name: Kathy Sarpash

Title: Senior Vice President Legal & Regulatory

BAM PARTNERS TRUST

By: BAM Class B Partners Inc.

Its: Trustee

By: /s/ Kathy Sarpash

Name: Kathy Sarpash

Title: Secretary

Exhibit Index

 $Exhibit \ 1. \qquad \ \ Joint \ Filing \ Agreement \ as \ required \ by \ Rule \ 13d-1(k)(1) \ under \ the \ Securities \ Exchange \ Act \ of \ 1934, \ as \ amended \ .$

JOINT FILING AGREEMENT

Pursuant to Rule 13d-1(k)(1) promulgated under the Securities Exchange Act of 1934, as amended, each of the undersigned acknowledges and agrees that the foregoing statement on this Schedule 13G is filed on behalf of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of the undersigned without the necessity of filing additional joint acquisition statements. Each of the undersigned acknowledges that it shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

Dated: February 14, 2022

OAKTREE VALUE OPPORTUNITIES FUND HOLDINGS,

L.P.

By: Oaktree Value Opportunities Fund GP, L.P.

Its: General Partner

By: Oaktree Value Opportunities Fund GP Ltd.

Its: General Partner

By: Oaktree Capital Management, L.P.

Its: Director

By: /s/ Henry Orren

Name: Henry Orren

Title: Senior Vice President

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Its: General Partner

By: Oaktree Capital Management, L.P.

Its: Director

By: /s/ Henry Orren

Name: Henry Orren

Title: Senior Vice President

OAKTREE VALUE OPPORTUNITIES FUND GP LTD.

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Its: Director

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Name: Henry Orren

Title: Senior Vice President

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Title: Senior Vice President

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