

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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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* <u>Smith Arthur T.</u>  (Last) (First) (Middle) 16000 N. DALLAS PARKWAY, SUITE 500  (Street) DALLAS TX 75248  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Berry Corp (bry) [ BRY ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>President &amp; CEO</b>
	3. Date of Earliest Transaction (Month/Day/Year) 03/01/2020	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**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			
Common Stock	03/01/2020		M		66,666	A	\$0.00 <sup>(1)</sup>	285,232	D	
Common Stock	03/01/2020		M		43,922	A	\$0.00 <sup>(2)</sup>	329,154	D	
Common Stock	03/01/2020		F		19,331	D	\$6.37	309,823	D	
Common Stock	03/01/2020		F		12,040	D	\$6.37	297,783	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)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units 2020	\$0.00	03/01/2020		A		263,736		(3)	(3)	Common Stock	263,736	\$0.00	263,736	D	
Restricted Stock Units 2019	\$0.00	03/01/2020		M		43,922		(2)	(2)	Common Stock	43,922	\$0.00	87,843	D	
Restricted Stock Units	\$0.00	03/01/2020		M		66,666		(1)	(1)	Common Stock	66,666	\$0.00	0.00	D	

**Explanation of Responses:**

- Each Restricted Stock Unit represents a contingent right to receive one share of common stock, par value \$0.001 per share, of Berry Corporation (bry). One-third of the Restricted Stock Units vest on each of the first three anniversaries of March 1, 2017, subject to the continued employment of the Reporting Person.
- Each Restricted Stock Unit represents a contingent right to receive one share of common stock, par value \$0.001 per share, of Berry Corporation (bry). One-third of the Restricted Stock Units vest on each of the first three anniversaries of March 1, 2019, subject to the continued employment of the Reporting Person.
- Each Restricted Stock Unit represents a contingent right to receive one share of common stock, par value \$0.001 per share, of Berry Corporation (bry). One-third of the Restricted Stock Units vest on each of the first three anniversaries of March 1, 2020, subject to the continued employment of the Reporting Person.

**Remarks:**

Arthur T. Smith, by Jordan D. Scott, as attorney-in-fact      03/03/2020

\*\* 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.

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