

Wheat Jamie L  
Form 4  
August 29, 2011

**FORM 4**

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

OMB APPROVAL

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Wheat Jamie L

2. Issuer Name and Ticker or Trading Symbol  
BERRY PETROLEUM CO [BRY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
1999 BROADWAY, SUITE 3700  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
08/25/2011

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)  
Controller

DENVER, CO 80202

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

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

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
2009 Restricted Stock Units <sup>(1)</sup>	\$ 0					12/11/2010 <sup>(2)</sup> 12/11/2019	Class A Common Stock	1,4
2008 Restricted Stock Units <sup>(1)</sup>	\$ 0					12/11/2009 <sup>(2)</sup> 12/11/2018	Class A Common Stock	75
March 2011 Employee RSU Grant	\$ 0					03/02/2012 03/02/2021	Class A Common Stock	1,8
Non-Statutory Stock Option 3-3-2011 - \$48.50	\$ 48.5					03/02/2012 03/02/2021	Class A Common Stock	1,4
RSU 8-25-08	\$ 0	08/25/2011		M	940 <sup>(3)</sup>	08/25/2011 08/24/2018	Class A Common Stock	94

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wheat Jamie L 1999 BROADWAY, SUITE 3700 DENVER, CO 80202			Controller	

## Signatures

Kenneth A. Olson Under POA for Jamie L.  
Wheat

08/29/2011

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).

- (1) 1 for 1
- (2) Restricted Stock Units vest 25% per year from date of grant.
- (3) Vested shares issued pursuant to Rule 16b-3 plan.
- (4) 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.
- (5) Shares sold to cover tax liability on RSU shares vested.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.