

Anderson Daniel G  
Form 4  
January 10, 2012

**FORM 4**

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

OMB APPROVAL

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**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 \*  
Anderson Daniel G

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)  
  
C/O BERRY PETROLEUM COMPANY, 1999 BROADWAY, SUITE 3700  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
01/09/2012

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

DENVER, CO 80202

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 (D)	Price		
Class A Common Stock					1,140	I	Held in 401(k) Plan
Class A Common Stock	01/09/2012		M	714 <sup>(1)</sup> A	\$ 44.395 9,001	D	
Class A Common Stock	01/09/2012		M	2,500 <sup>(1)</sup> A	\$ 44.395 11,501	D	
Class A Common Stock	01/09/2012		M	467 <sup>(1)</sup> A	\$ 44.395 11,968	D	

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Common Stock								
Class A Common Stock	01/10/2012		S	500 <sup>(3)</sup>	D	\$ 44.841	11,468	D
Class A Common Stock	01/10/2012		S	100 <sup>(3)</sup>	D	\$ 44.8441	11,368	D
Class A Common Stock	01/10/2012		S	291 <sup>(3)</sup>	D	\$ 44.851	11,077	D
Class A Common Stock	01/10/2012		S	200 <sup>(3)</sup>	D	\$ 44.853	10,877	D

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

**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 control number.**

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**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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
NSO 2007	\$ 43.61					12/14/2008	05/07/2012	Class A Common Stock	10,709
2007 Restricted Stock Unit	\$ 0	01/09/2012		M	714 <sup>(2)</sup>	12/14/2008	01/09/2016	Class A Common Stock	3,569
2008 Restricted Stock Units	\$ 0	01/09/2012		M	2,500 <sup>(2)</sup>	12/12/2009	01/09/2016	Class A Common Stock	12,500
	\$ 0	01/09/2012		M		12/11/2010	01/09/2016		2,333

