

Anderson Daniel G  
Form 4  
September 07, 2011

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
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

3. Date of Earliest Transaction (Month/Day/Year)  
09/06/2011

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below) \_\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)  
VP of Rocky Mtn. and Mid Conti

(Street)  
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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Class A Common Stock            |                                      |  |                                | (A)   | 1,119   | I  | Held in 401(k) Plan                                   |
| Class A Common Stock            | 09/06/2011                           |  | M                              | 30,000 A  | \$ 21.58 38,287   | D  |   |
| Class A Common Stock            | 09/06/2011                           |  | M                              | 3,000 A   | \$ 9.97 41,287  | D  |   |
| Class A Common Stock            | 09/06/2011                           |  | S                              | 17,918 D  | \$ 23,369   | D  |   |

Edgar Filing: Anderson Daniel G - Form 4

|                      |            |  |   |       |         |            |          |
|----------------------|------------|--|---|-------|---------|------------|----------|
| Common Stock         |            |  |   |       | 43.1027 |            |          |
| Class A Common Stock | 09/06/2011 |  | S | 8,869 | D       | \$ 43.7461 | 14,500 D |
| Class A Common Stock | 09/06/2011 |  | S | 6,213 | D       | \$ 44.3848 | 8,287 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.**

SEC 1474  
(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 Underlying (Instr. 3 and 4) |                      |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|----------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date                          | Title                |
| Nonstatutory Stock Option 12-15-05         | \$ 30.645  |                                      |  |                                |   | 12/15/2006   | 12/15/2015                               | Class A Common Stock |
| Nonstatutory Stock Option 3-22-06          | \$ 34.06   |                                      |  |                                |   | 03/22/2009 <sup>(1)</sup>                                | 03/22/2016                               | Class A Common Stock |
| Nonstatutory Stock Option 12-15-06         | \$ 32.565  |                                      |  |                                |   | 12/15/2007   | 12/14/2016                               | Class A Common Stock |
| 2007 Restricted Stock Unit <sup>(2)</sup>  | \$ 0 <sup>(3)</sup>                                    |                                      |  |                                |   | 12/14/2008 <sup>(4)</sup>                                | 12/13/2017 <sup>(5)</sup>                | Class A Common Stock |
| NSO 2007                                   | \$ 43.61   |                                      |  |                                |   | 12/14/2008   | 12/13/2017                               | Class A Common Stock |
| 2008 Restricted Stock Units <sup>(2)</sup> | \$ 0 <sup>(3)</sup>                                    |                                      |  |                                |   | 12/12/2009 <sup>(4)</sup>                                | 12/11/2018 <sup>(5)</sup>                | Class A Common Stock |



## Edgar Filing: Anderson Daniel G - Form 4

The RSU granted vest 25% per year beginning one year after grant but the receipt of shares are subject to a deferral period which is generally at least four years from grant date as per the deferral election.

- (5) The RSU is subject to a deferral election. Shares of Class A Common Stock will be delivered to the reporting person as per the terms of the deferral election.

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.