CROPPER STEVE
Form 4
March 13, 2012

FORM 4

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

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

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

OMB APPROVAL

OMB Number:	3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person *
CROPPER STEVE

(Last) (First) (Middle)

C/O BERRY PETROLEUM COMPANY, 1999 BROADWAY, SUITE 3700

(Street)

DENVER, CO 80202

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
03/09/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ 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			
Class A Common Stock	03/09/2012		M		5,000	A	$ 8.07	10,000	D	
Class A Common Stock	03/09/2012		M		2,200	A	$ 9.61	12,200	D	
Class A Common Stock	03/09/2012		S		2,200	D	$ 53.6415	10,000	D	
Class A	03/09/2012		S		5,000	D	$	5,000	D	

Common Stock						53.6415			
Class A Common Stock	03/13/2012		M	7,800	A	$ 9.61	12,800	D	
Class A Common Stock	03/13/2012		M	5,000	A	$ 8.07	17,800	D	
Class A Common Stock	03/13/2012		S	2,800	D	$ 51.2817	15,000	D	

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

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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 Amou Underlying Securi (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Nur of S
Nonstatutory Stock Options 12-2-04	$ 21.77							12/02/2004	12/02/2014	Class A Common Stock	10,
Nonstatutory Stock Option 12-15-05	$ 30.645							12/15/2005	12/15/2015	Class A Common Stock	10,
Nonstatutory Stock Option 12-15-06	$ 32.565							12/15/2006	12/14/2016	Class A Common Stock	10,
2007 Restricted Stock Unit (1)	$ 0 (2)							01/01/2008 (3)	12/13/2017	Class A Common Stock	1,
NSO 2007	$ 43.61							12/14/2007	12/13/2017		3,9

								Class A Common Stock	
Phantom Stock Units	$ 0					08/08/1988	08/08/1988	Class A Common Stock	3,
March 2011 Director RSU (1)	$ 0 (2)					03/02/2011 (3)	03/02/2021	Class A Common Stock	2,4
March 2 2012 Director RSU Grant	$ 0					03/02/2012	03/02/2022	Class A Common Stock	2,
Nonstatutory Stock Options 12-2-03	$ 9.61	03/09/2012		M	2,200	12/02/2003	12/02/2013	Class A Common Stock	2,
Nonstatutory Stock Options 12-2-02	$ 8.07	03/09/2012		M	5,000	12/02/2002	12/02/2012	Class A Common Stock	5,
Nonstatutory Stock Options 12-2-03	$ 9.61	03/13/2012		M	7,800	12/02/2003	12/02/2013	Class A Common Stock	7,
Nonstatutory Stock Options 12-2-02	$ 8.07	03/13/2012		M	5,000	12/02/2002	12/02/2012	Class A Common Stock	5,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CROPPER STEVE C/O BERRY PETROLEUM COMPANY 1999 BROADWAY, SUITE 3700 DENVER, CO 80202				

Signatures

Kenneth A Olson under POA for Stephen Cropper	03/13/2012
**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)** Each RSU represents a contingent right to receive one share of Berry Petroleum Company Class A Common Stock
- **(3)** 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.
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