BERRY PETROLEUM CO

Form 4 June 30, 2011

FORM 4

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

OMB Number:

Check this box if no longer subject to Section 16. Form 4 or

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

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OMB APPROVAL

3235-0287

January 31,

Form 5 obligations may continue.

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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading CRAWFORD GEORGE T Issuer Symbol BERRY PETROLEUM CO [BRY] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner Other (specify Officer (give title C/O BERRY PETROLEUM 06/30/2011 below) COMPANY, 5201 TRUXTUN AVE. Snr VP of CA Production (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting BAKERSFIELD, CA 93309 Person

(City)	(State)	(Zip) Tab	ole I - Non-	Derivative	e Secu	rities Acquii	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	omr Dispos (Instr. 3,	sed of 4 and (A) or	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							3,996	I	Held in 401(k) Plan
Class A Common Stock	06/30/2011		M	20,000 (5)	A	\$ 0	21,969	D	
Class A Common Stock	06/30/2011		S	6,732	D	\$ 53	15,237	D	
Class A Common	06/30/2011		S	2,000	D	\$ 53.0033	13,237	D	

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Stock							
Class A Common Stock	06/30/2011	S	100	D	\$ 53.005	13,137	D
Class A Common Stock	06/30/2011	S	700	D	\$ 53.01	12,437	D
Class A Common Stock	06/30/2011	S	700	D	\$ 53.02	11,737	D
Class A Common Stock	06/30/2011	S	200	D	\$ 53.025	11,537	D
Class A Common Stock	06/30/2011	S	700	D	\$ 53.0364	10,837	D
Class A Common Stock	06/30/2011	S	300	D	\$ 53.0383	10,537	D
Class A Common Stock	06/30/2011	S	300	D	\$ 53.04	10,237	D
Class A Common Stock	06/30/2011	S	101	D	\$ 53.05	10,136	D
Class A Common Stock	06/30/2011	S	200	D	\$ 53.0575	9,936	D
Class A Common Stock	06/30/2011	S	200	D	\$ 53.0625	9,736	D
Class A Common Stock	06/30/2011	S	200	D	\$ 53.07	9,536	D
Class A Common Stock	06/30/2011	S	600	D	\$ 53.08	8,936	D
Class A Common Stock	06/30/2011	S	5,068	D	\$ 53.0815	3,868	D
Class A Common Stock	06/30/2011	S	699	D	\$ 53.1	3,169	D
	Class A Common Stock Class A Common	Class A Common	Class A Common 06/30/2011 S Stock Class A Common 06/30/2011 S Class A Common 06/30/2011 S S Class A Com	Class A Common 06/30/2011 S 100 Stock Class A Common 06/30/2011 S 700 Stock Class A Common 06/30/2011 S 700 Stock Class A Common 06/30/2011 S 200 Stock Class A Common 06/30/2011 S 300 Stock Class A Common 06/30/2011 S 300 Stock Class A Common 06/30/2011 S 300 Stock Class A Common 06/30/2011 S 101 Stock Class A Common 06/30/2011 S 200 Stock Class A Common 06/30/2011 S 200 Stock Class A Common 06/30/2011 S 5,068 Class A Common 06/30/2011 S 5,068 Stock Class A Common 06/30/2011 S 5,068	Class A Common of Stock S 100 D Class A Common of Stock S 700 D Class A Common of Stock S 700 D Class A Common of Stock S 700 D Class A Common of Stock S 200 D Class A Common of Stock S 700 D Class A Common of Stock S 700 D Class A Common of Stock S 300 D Class A Common of Stock S 300 D Class A Common of Stock S 101 D Class A Common of Stock S 200 D Class A Common of Stock S 5,068 D Class A Common of Stock S 5,068 D Class A Common of Stock S 5,068 D	Class A Common Stock Class A Common O6/30/2011 S S S S S S S S S S S S S S S S S S	Class A Common Stock 06/30/2011 S 100 D \$ 53.005 13,137 Class A Common Stock 06/30/2011 S 700 D \$ 53.01 12,437 Class A Common Stock Class A Common O6/30/2011 S 700 D \$ 53.02 11,737 Stock Class A Common O6/30/2011 S 200 D \$ 53.025 11,537 Class A Common Stock O6/30/2011 S 700 D \$ 53.025 11,537 Class A Common Stock Class A Common O6/30/2011 S 300 D \$ 53.0364 10,837 Stock Class A Common O6/30/2011 S 300 D \$ 53.04 10,237 Stock Class A Common O6/30/2011 S 101 D \$ 53.05 10,136 Class A Common O6/30/2011 S 200 D \$ 53.0575 9,936 Stock Class A Common O6/30/2011 S 200 D \$ 53.0625 9,736 Class A Common O6/30/2011 S 200

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Class A

Common 06/30/2011 S 1,200 D \$53.115 1,969 D

Stock

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

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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. Transactic Code (Instr. 8)	Securing Acquired or D (D)	rities uired (A) isposed of r. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Underlying (Instr. 3 and
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Nonstatutory Stock Option 11-23-04	\$ 21.58						11/23/2005	11/23/2014	Class A Common Stock
Nonstatutory Stock Option 12-15-05	\$ 30.645						12/15/2006	12/15/2015	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 (1)	\$ 0 (2)						12/14/2008(3)	12/13/2017(4)	Class A Common Stock
NSO 2007	\$ 43.61						12/14/2008	12/13/2017	Class A Common Stock
2008 Restricted Stock Units (1)	\$ 0 (2)						12/12/2009(3)	12/11/2018(4)	Class A Common Stock
2009 Restricted Stock Units	\$ 0						12/11/2010	12/11/2019	Class A Common Stock
Perf Based RSUs 3-16-10	\$ 0						12/31/2012	12/31/2012	Class A Common

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							Stock
March 2011 Employee RSU Grant	\$ 0				03/02/2012	03/02/2021	Class A Common Stock
Non-Statutory Stock Option 3-3-2011 - \$48.50	\$ 48.5				03/02/2012	03/02/2021	Class A Common Stock
Perf Based RSU 3-2-2011	\$ 0				12/31/2013	03/02/2021	Class A Common Stock
Nonstatutory Stock Option 12-05-03	\$ 9.97	06/30/2011	M	20,000	12/05/2004	12/05/2013	Class A Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
CRAWFORD GEORGE T							
C/O BERRY PETROLEUM COMPANY			Snr VP of				
5201 TRUXTUN AVE.			CA Production				
BAKERSFIELD, CA 93309							

Signatures

Kenneth A Olson under POA for George Crawford 06/30/2011

**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) Each RSU represents a contingent right to receive one share of Berry Petroleum Company Class A Common Stock
- (3) 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.
- (4) 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.
- (5) Options exercised and shares sold under a 10b5-1 Plan established by filer.

Remarks:

Options exercised and shares sold under a pre-established 10b5-1.

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