

CALIFORNIA FOCUSED



OIL DRIVEN

Investor Presentation

January 2020

BRY
Nasdaq Listed



This presentation includes forward-looking statements involving risks and uncertainties that could materially affect our expected results of operations, liquidity, cash flows and business prospects. Such statements specifically include our expectations of our future financial position, liquidity, cash flows, results of operations and business strategy, potential acquisition opportunities, other plans and objectives for operations, maintenance capital requirements, expected production and costs, reserves, hedging activities, capital investments, return of capital, improvement of recovery factors and other guidance. Actual results may differ from expectations, sometimes materially, and reported results should not be considered an indication of future performance. You can typically identify forward-looking statements by words such as aim, anticipate, achievable, believe, budget, continue, could, effort, estimate, expect, forecast, goal, guidance, intend, likely, may, might, objective, outlook, plan, potential, predict, project, seek, should, target, will or would and other similar words that reflect the prospective nature of events or outcomes. For any such forward-looking statement that includes a statement of the assumptions or bases underlying such forward-looking statement, we caution that, while we believe such assumptions or bases to be reasonable and make them in good faith, assumed facts or bases almost always vary from actual results, sometimes materially. Material risks that may affect us appear in Risk Factors in our current Annual Report on Form 10-K and other filings with the Securities and Exchange Commission. Factors (but not all the factors) that could cause results to differ include:

- volatility of oil, natural gas and NGL prices;
- price and availability of natural gas and electricity;
- our ability to obtain permits and otherwise to meet our proposed drilling schedule and to successfully drill wells that produce oil and natural gas in commercially viable quantities;
- changes in laws or regulations;
- our ability to use derivative instruments to manage commodity price risk;
- inability to generate sufficient cash flow from operations or to obtain adequate financing to fund capital expenditures and meet working capital requirements;
- the impact of environmental, health and safety, and other governmental regulations, and of current, pending or future legislation;
- uncertainties associated with estimating proved reserves and related future cash flows;
- our ability to replace our reserves through exploration and development activities;
- untimely or unavailable drilling and completion equipment or crew unavailability or lack of access to necessary resources for drilling, completing and operating wells;
- our ability to make acquisitions and successfully integrate any acquired businesses;
- catastrophic events, and
- market fluctuations in electricity prices and the cost of steam.

Except as required by law, we undertake no responsibility to publicly revise our forward-looking statements after the date they are made. All forward-looking statements are expressly qualified in their entirety by this cautionary statement. This cautionary statement should also be considered in connection with any subsequent written or oral forward-looking statements that we or persons acting on our behalf may issue.

This presentation includes management's projections of certain key operating and financial metrics. Material assumptions include a consistent and stable regulatory environment; timely and available drilling and completion equipment and crew availability and access to necessary resources for drilling, completing and operating wells; availability of capital; and accessibility to transport and sell oil and natural gas product to available markets. While Berry believes that these assumptions are reasonable in light of management's current expectations concerning future events, the estimates underlying these assumptions are inherently uncertain and speculative and are subject to significant risks and uncertainties discussed above. This presentation has been prepared by Berry and includes market data and other statistical information from sources believed by it to be reliable, including independent industry publications, government publications or other published independent sources. Some data is also based on Berry's good faith estimates, which are derived from its review of internal sources as well as the independent sources described above. Although Berry believes these sources are reliable, it has not independently verified the information and cannot guarantee its accuracy and completeness.

While Berry currently expects that its actual results will be within the ranges described herein, there will be differences between actual and projected results, and actual results may be materially greater or less than those contained in these projections.

The type curves provided in this presentation are prepared solely by Berry's internal reserve engineers without third-party verification, by conducting a decline curve analysis of production results from Berry's wells to generate an arithmetic mean of historical production for each project. Berry relied on the production results through April 2019 for its own wells that it submitted to the California Geologic Energy Management Division of the California Department of Conservation ("CalGEM"), which results are publicly available at maps.conservation.ca.gov/doggr/wellfinder/#openModal, to generate the type curves. Investors are cautioned not to place undue reliance on Berry's type curves presented herein, and Berry's actual production results and ultimate recoveries may differ substantially.

Reconciliation of Non-GAAP Measures to GAAP

Please see <https://ir.berrypetroleum.com/non-gaap-reconciliations-to-gaap> for non-GAAP reconciliations to GAAP measures and additional important information.

Our Strategy

● **Focus on attractive organic growth^{1,2} through cycle (est. 12% for 2019)**

● **Return capital to shareholders**

● Top quartile fixed dividend within E&P industry (\$.12/Qtr ~ 5% yield³)

● Share repurchases to manage dilution (net 4% share buybacks⁴)

● Debt reduction

● **Maintain low leverage profile**

● **Live out of Levered Free Cash Flow⁵**

¹ Excludes East Texas | ² Based on midpoint of 2019 production guidance | ³ Current dividend yield as of 10/29/2019 | ⁴ YTD 2019 - Assumes buyback of ~3.6mm shares after dilution

⁵ Levered Free Cash Flow = EBITDA – (Capex + Interest Expense + Dividends)

Please see <https://ir.berrypetroleum.com/non-gaap-reconciliations-to-gaap> for non-GAAP reconciliations to GAAP measures and additional important information.

Framework for Success

Focus on Creating Long-Term Value

Grow Value

- Managing value; not production or volume growth
- Directing capital to oil-rich and low risk development opportunities in the San Joaquin "Super" basin
- Assets respond to capital

Levered Free Cash Flow

- Capital program funded from Levered Free Cash Flow - today and into the future
- Maintain current production and pay financial commitments including dividends and interest

Return of Capital

- Returning capital to shareholders via industry leading dividend

Execution

- Focus on improving operational efficiency, EH&S performance and inventory visibility
- Two-year budget cycle gives flexibility for changing business conditions as they arise

Framework for Success

Powered by Our Principles and Assets

Operational Control and Stable Cost Structure

- Well results are predictable, repeatable and have low risk
- Largest operational cost is steam, forecasted at ~45%
- Hedging purchased gas
- Efficient cogeneration facilities
- Berry controls its operations with 98% company-wide Working Interest

Balance Sheet Strength

- Low leverage through the price cycle
- Fund all organic growth with levered free cash flow
- Return capital to shareholders

Highly Oil-Weighted

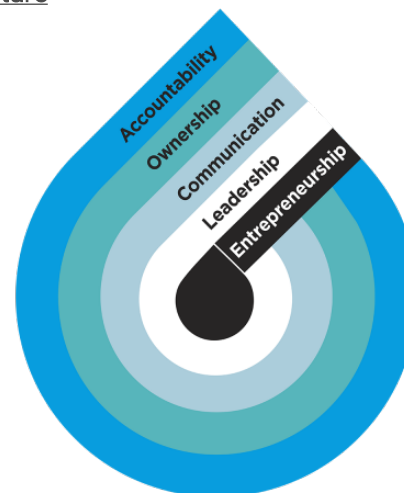
- Brent pricing + stable operational costs = High Margins
- Q3 2019 production ~87% oil
- ~20 years of high returning inventory¹

Focused on California, Skill Sets and HSE

- Three large California fields on the westside of San Joaquin Basin
- Thermal recovery from heavy oil in shallow reservoirs
- Generations of knowledge and experienced employees

Safety First Culture

Core Values



¹ Based on 2019 development pace, and management's expectations
Please see <https://ir.berrypetroleum.com/non-gaap-reconciliations-to-gaap> for non-GAAP reconciliations to GAAP measures and additional important information

Our Financial Policy



Prudent Balance Sheet Management

- Target Net Debt to EBITDA of 1.0 – 2.0x or lower through commodity price cycles
- Deleveraging through organic growth and excess free cash flow



Return Capital to Shareholders via Meaningful Quarterly Dividend

- Intend to return capital to shareholders in meaningful amounts
- Targeting an attractive dividend yield



Capital Spend

- Fund our base production organically while producing positive Levered Free Cash Flow
- Use other sources of capital for accretive strategic acquisitions that support the long-term leverage profile
- Maintain capital flexibility; we can, and we are committed to cut capex in a downturn

Planning for Success in California

Every barrel we produce is one less barrel imported

Aggressive outreach team
for grasstops/grassroots
communication strategy

Grasstops outreach

- Lobbyist in Sacramento
- Well-known holistic energy expert

Grassroots outreach

- Stratified voter outreach program
- Voter and politician education program in final stages of development

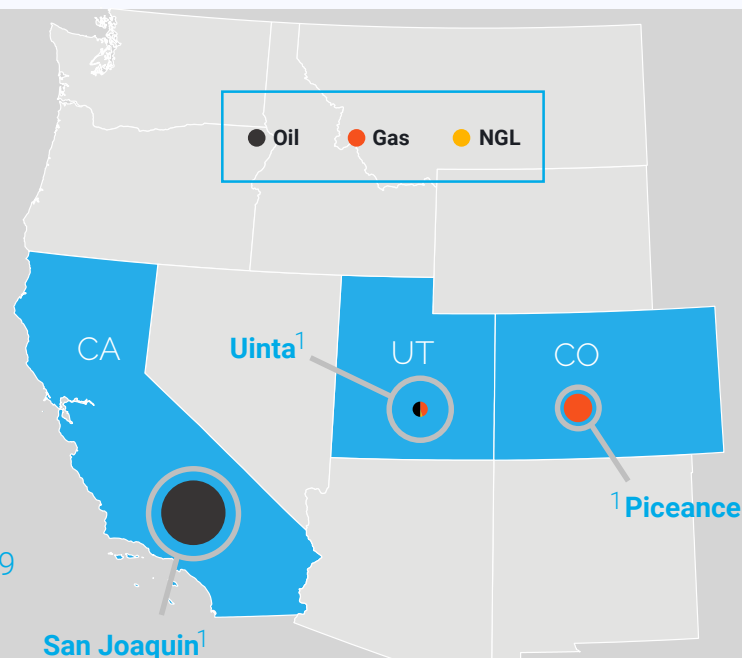
Engaging in all-energy discourse

- Western States Petroleum Association (WSPA)
- California Foundation on Energy and the Environment (CFEE)
- California Economic Summit/Regions Rise Together initiative
- Independent Petroleum Association of America (IPAA)

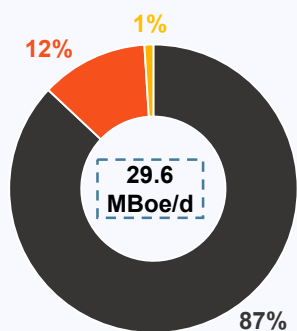
Remediation
Renewable Energy
Technology

Proactive
environmental
activities

- Conventional properties in California, Utah and Colorado
 - Q3'19 29,600 boe/d up 7.7% compared to last quarter
 - California Production: 100% Oil
- Proven management team
 - Established track record of leading public companies
- Long production history and operational control
 - Shallow decline curves with highly predictable production profiles
 - Low-risk development opportunities
- Extensive inventory of high-return drilling locations
 - ~20 years² of identified future drilling locations
- High average working interest (98%) and net revenue interest (89%) at Q3 2019
- Largely held-by-production acreage (74%), including 99% of California at Q3 2019
- Brent-influenced oil pricing dynamics in California

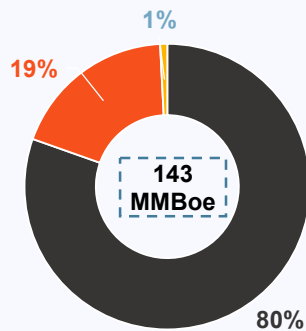


Q3'19 Production by Commodity



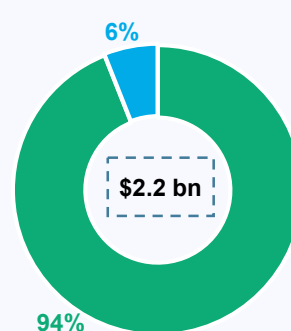
● Oil ● Gas ● NGL

2018 1P Reserves by Commodity



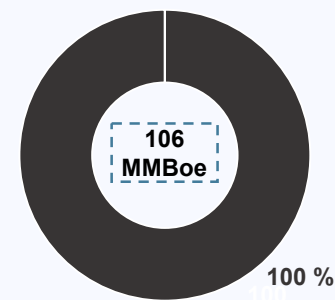
● Oil ● Gas ● NGL

2018 1P PV-10 Value by Area³



● California ● Rockies

2018 California 1P Reserves by Commodity



● Oil ● Gas ● NGL

¹ Bubble size implies PV-10 value of reserves. | ² Based on 2019 development pace, and management's expectations | ³ Based on year end reserves and SEC pricing as of December 31, 2018. See disclosures on page 2 for additional information and assumptions | ^{2,3} Please see <https://ir.berrypetroleum.com/non-gaap-reconciliations-to-gaap> for non-GAAP reconciliations to GAAP measures and additional important information

Focused on Our California San Joaquin Basin Assets



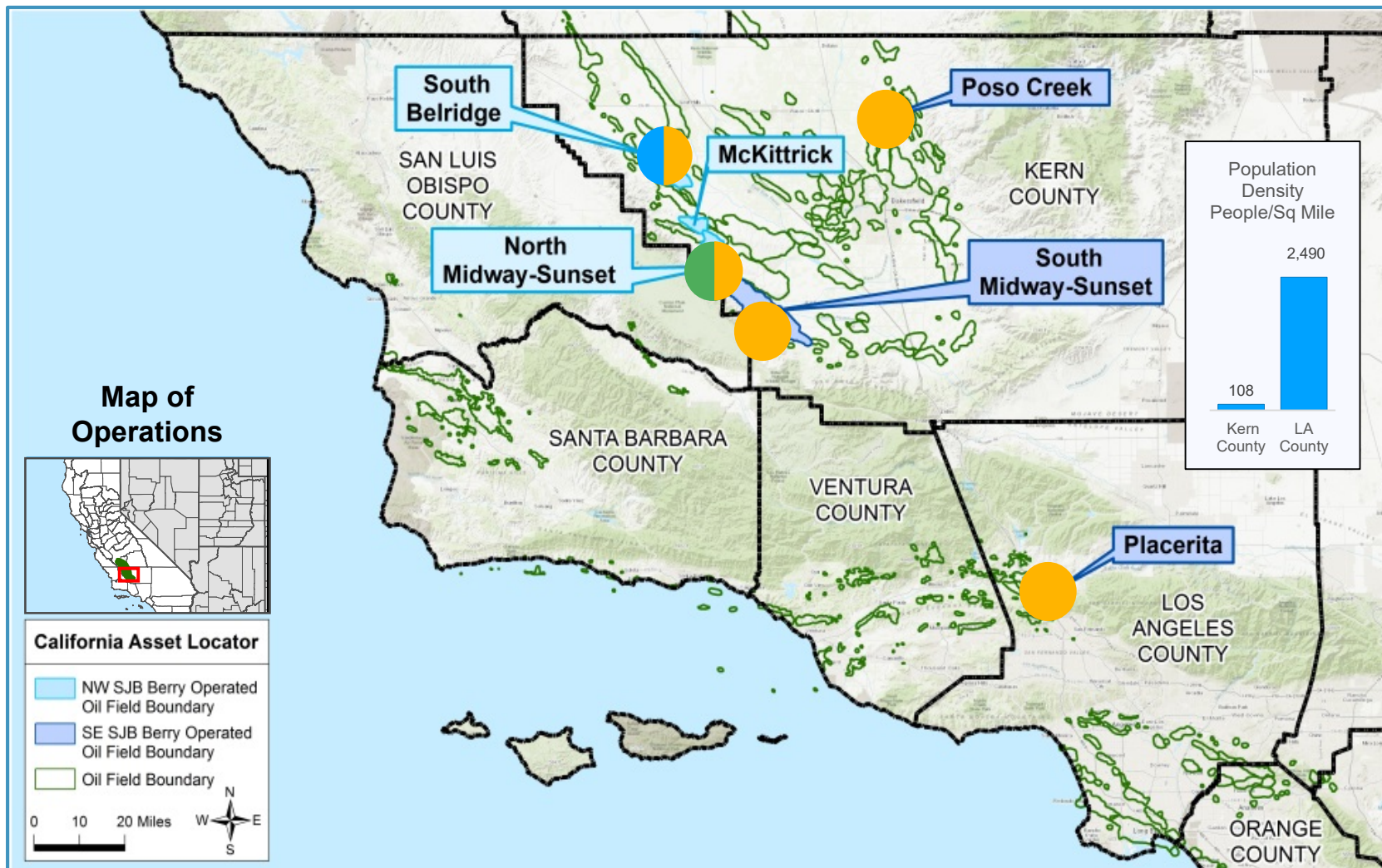
**Thermal
Sandstones**



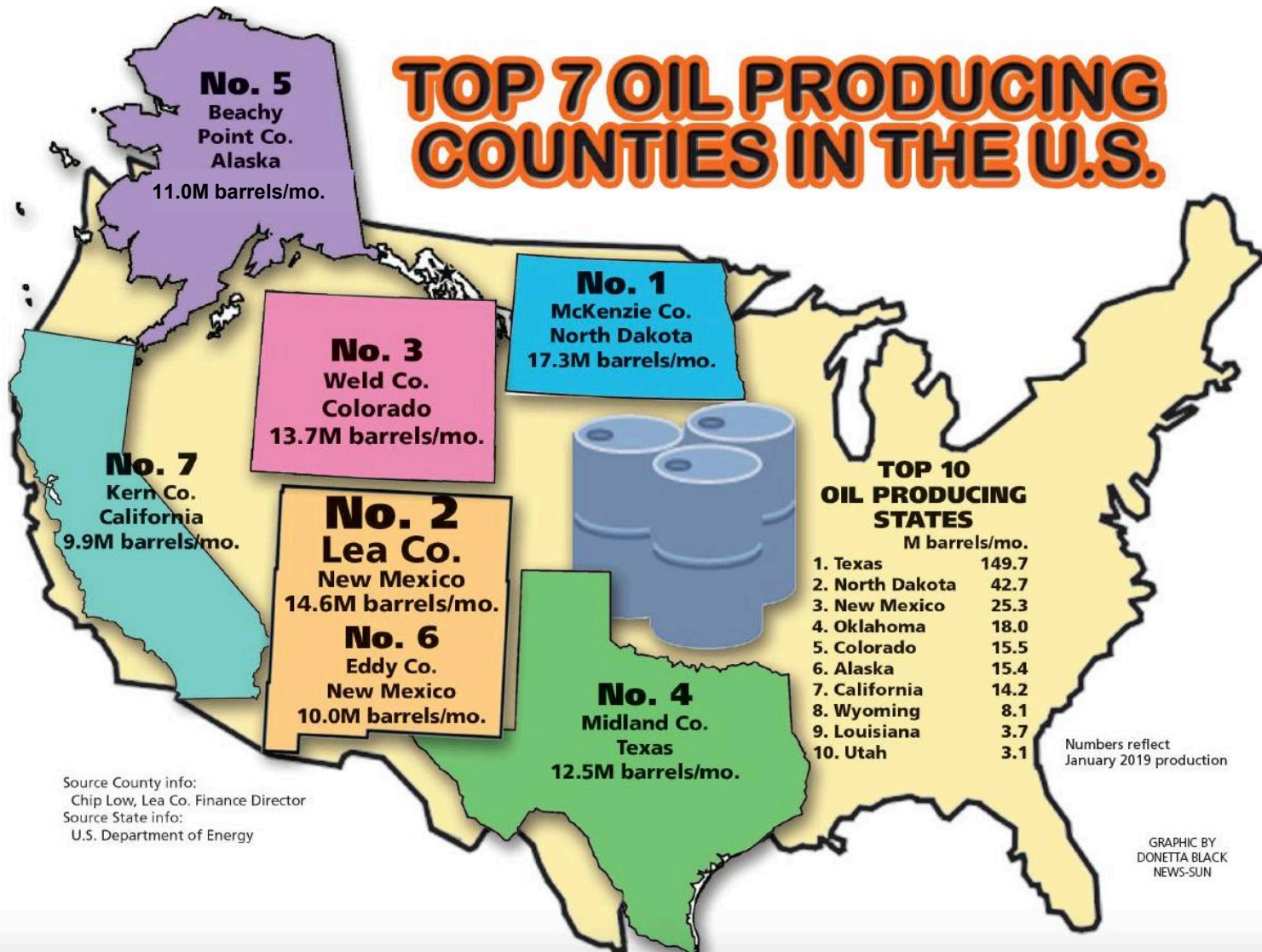
**Non-Thermal
Diatomite**



**Thermal
Diatomite**



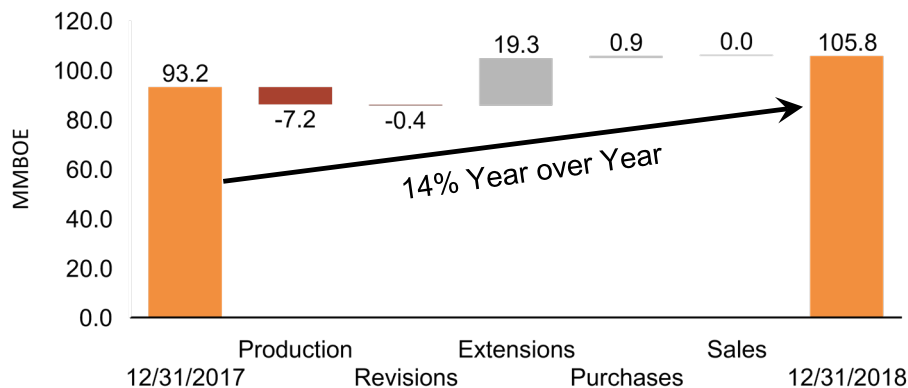
Kern County is a Top Oil Producer



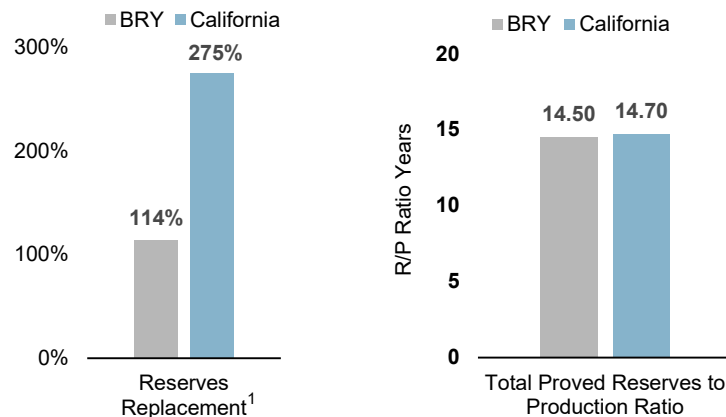
Proved Reserves

YE 2018 Results – DeGolyer and MacNaughton View of Assets

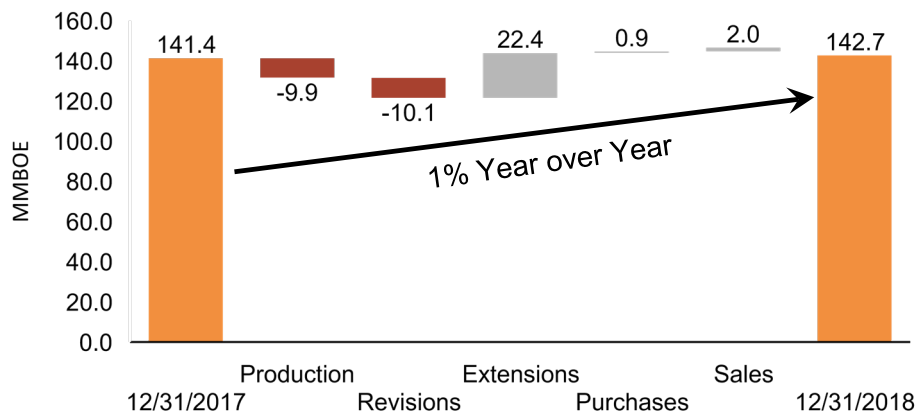
California Reserve Reconciliation



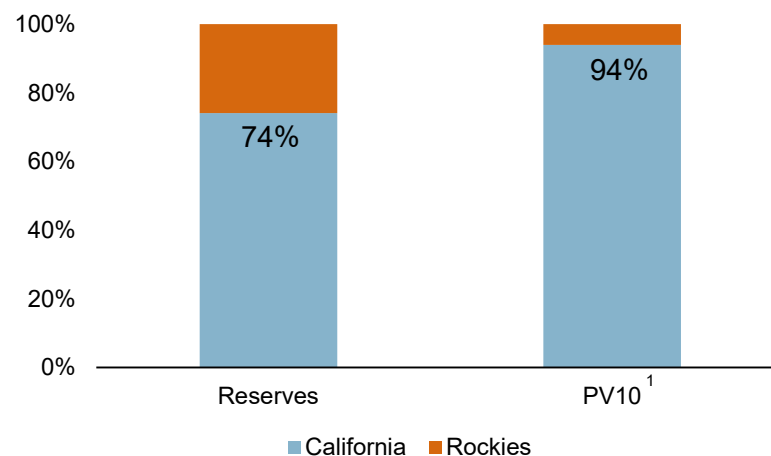
2018 Replacement Metrics



Total Berry Reserve Reconciliation



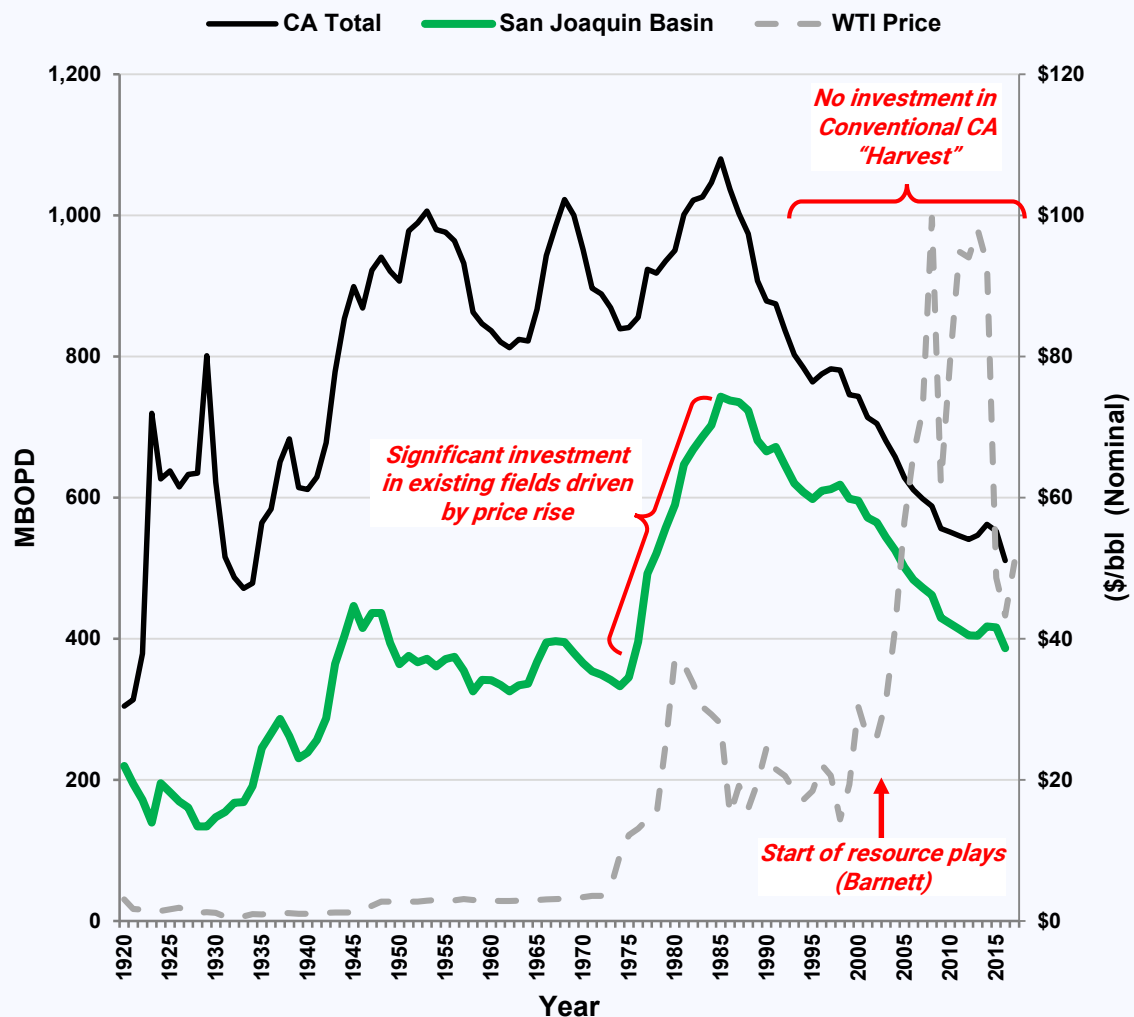
2018 Reserves & Value



¹ Please see <https://ir.berrypetroleum.com/non-gaap-reconciliations-to-gaap> for non-GAAP reconciliations to GAAP measures and additional important information. Based on year end reserves and SEC pricing as of December 31, 2018. See disclosures on page 2 for additional information and assumptions.

San Joaquin Basin Production History

Field Performance Responds to Investment

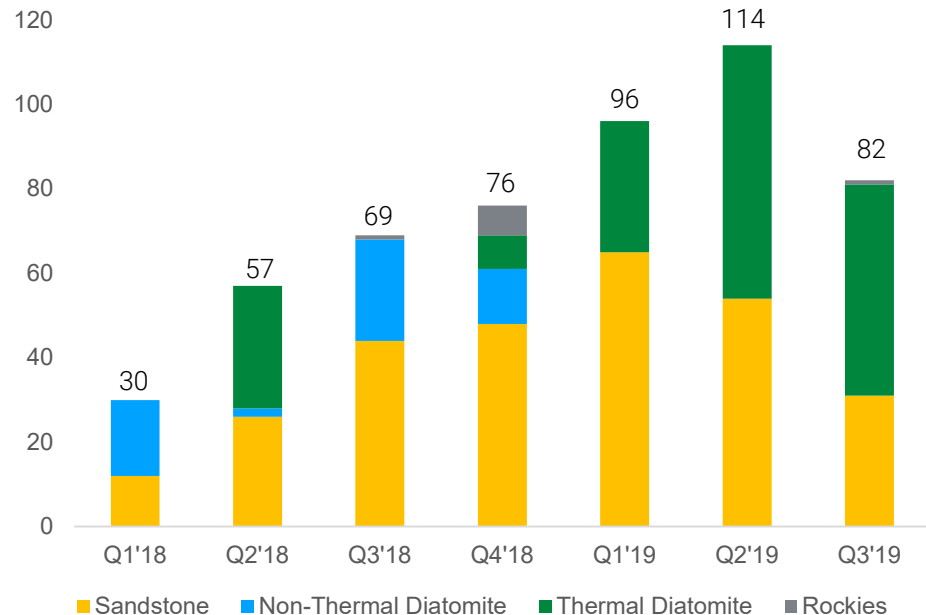


- Production grew two-fold as majors invested in fields during late '70s – early '80s price rise
- Investment bypassed “conventional CA” during the resource play revolution
- Opportunity to apply technology and innovative oil field practices to CA fields

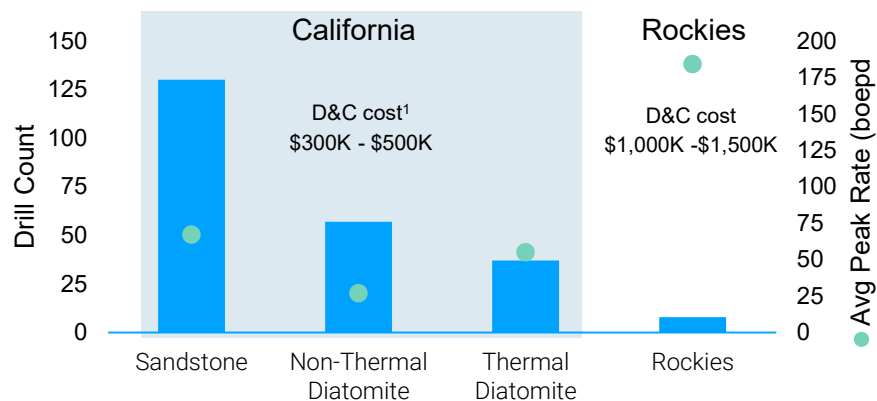
Drilling Results & California Production

Low Capital per Well

Wells Drilled

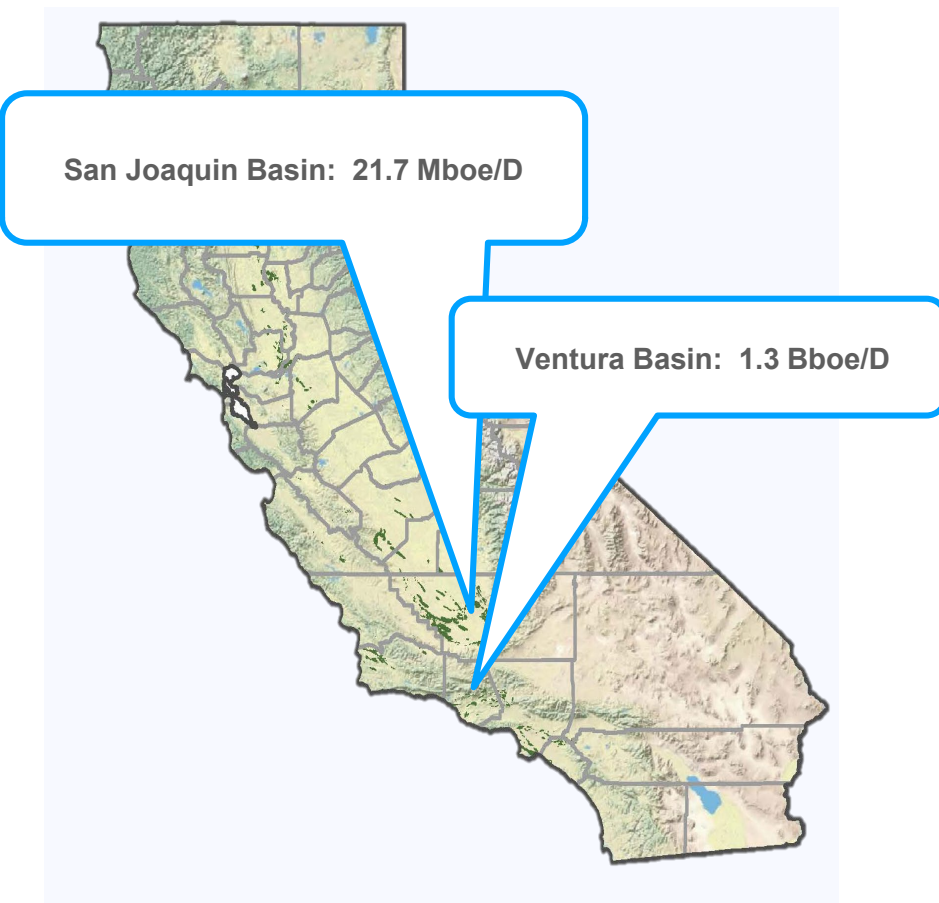


2018 Drilling Results

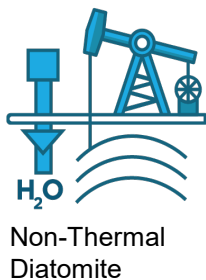
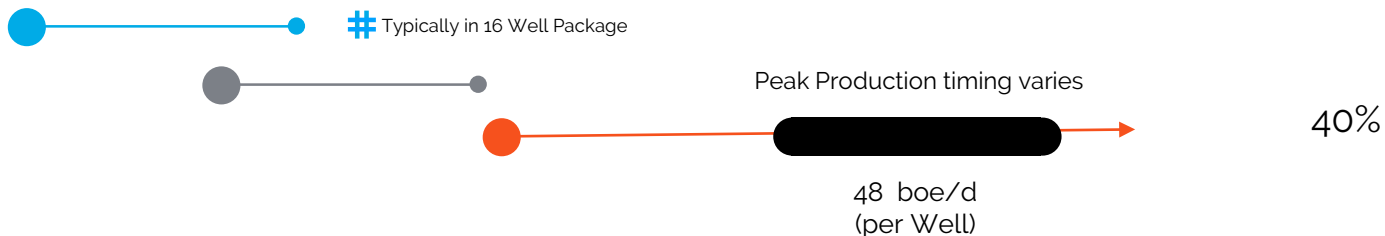
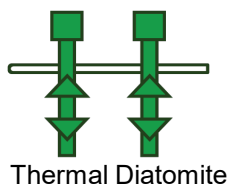
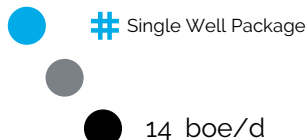


¹D&C = Drilling and Completion

2019 Q3 California Production



Time to Peak Production



Spud

180 Days

- Drilling ●
- Facility Hook-up ●
- Cyclic Steaming ●
- Peak Production ●
- Number of Wells #

% of 2019
Planned
Wells¹

42%

13%

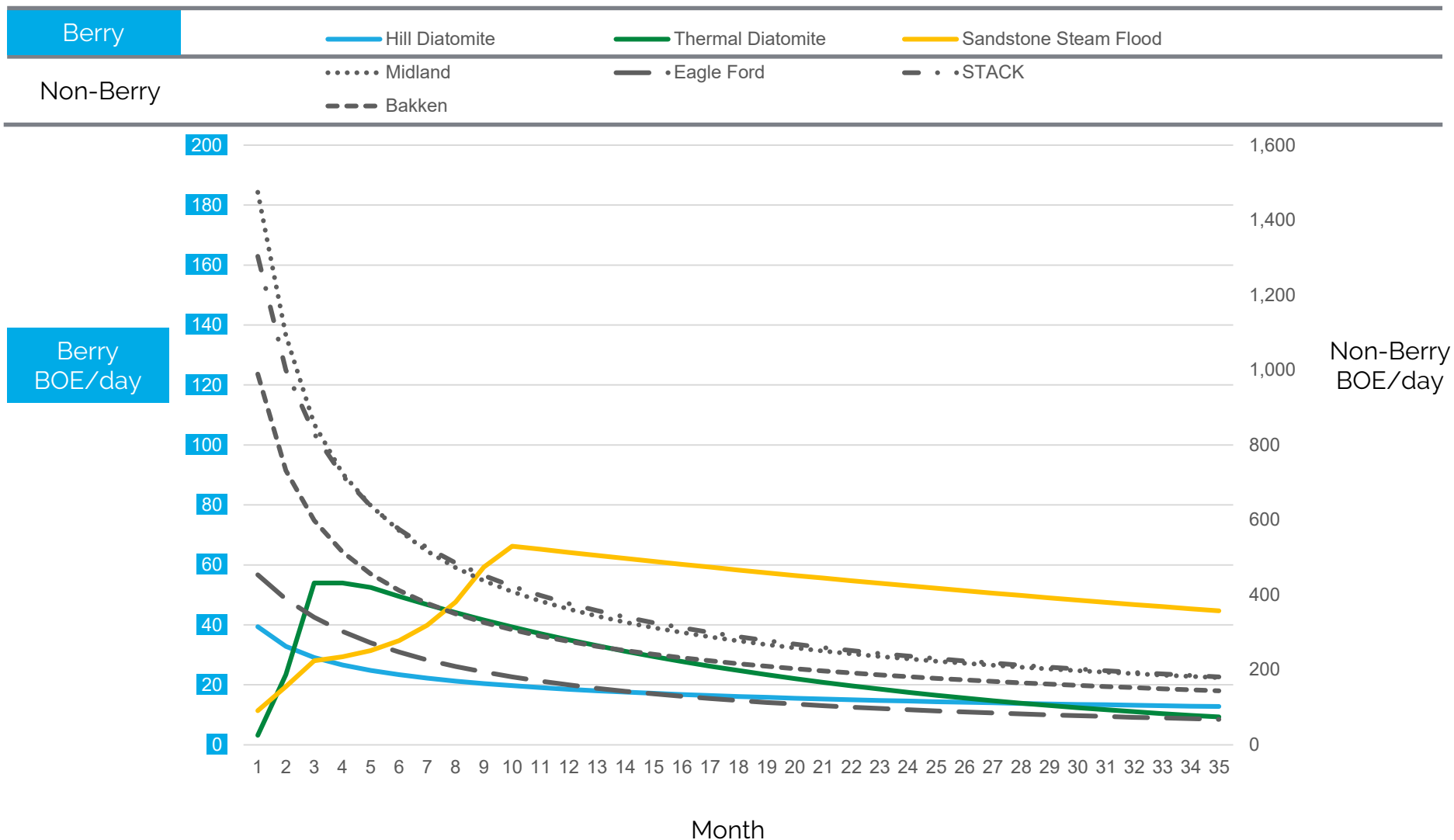
40%

0%²

¹ Planned drilling of new wells including 5% for delineation, observation, & service wells

² Does not include ~ 38 completions through Q3'19

Type Curve Comparison

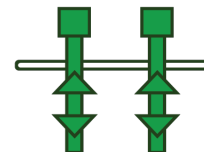


Understanding Cyclical Steaming Types



Sandstone Producer

VS.



Thermal Diatomite

Berry's South & North Midway Sunset, McKittrick, Poso Creek, Placerita Fields & Hill Lease

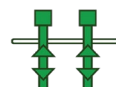
Berry's North-Midway Sunset field

Cyclical steaming – below the pressure to break formations below the ground

Cyclical steaming – above the pressure to break formations below the ground



Current Production not affected by the Moratorium¹ on new extraction wells



Current Production not affected by the Moratorium¹ on new extraction wells

Drilling Permit

New drilling permits not affected by the Moratorium¹ on new extraction wells

Drilling Permit

New drilling permits are affected by the Moratorium¹ on new extraction wells

~ 2,000 Tier 1 and Additional Sandstone Producer Locations Identified²

¹ Nov 19, 2019 – CA Dept of Conservation News Release – “[California Announces New Oil and Gas Initiatives](#)”

² See Slide 17 - Based on 2019 development pace, and management's expectations

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The Berry Advantage - Ease of Operations



Resource / Shale
Companies

Decades of History	✓	Production History	Still Learning
Low	✓	Production Declines	High
Lower		IP Rates	Higher
Low	✓	Capital and Service Cost Intensity	Higher (i.e. "Big fracs")
Stable	✓	Operating Cost Stability / Predictability	Experiencing Inflation
No (CA ~100% oil)	✓	Potential GOR Issues	Yes
No (We service CA demand)	✓	Takeaway and Service Capacity Constraints	Yes
Yes	✓	Ability to Generate <u>and</u> Return Capital to Shareholders	Recurring returns of capital uncommon historically

Significant California Inventory

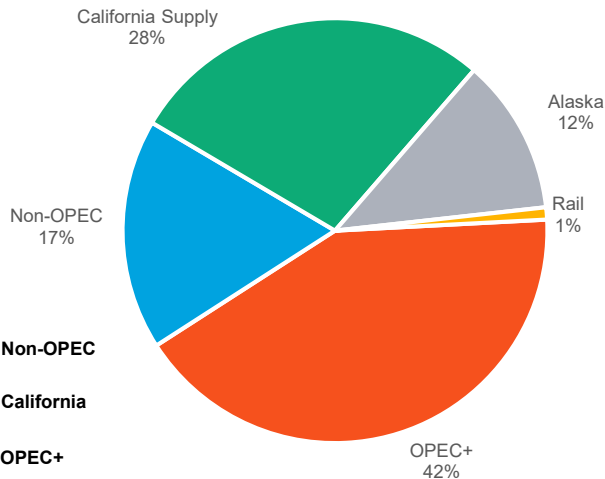


There are no major crude oil pipelines connecting California to the rest of the US.

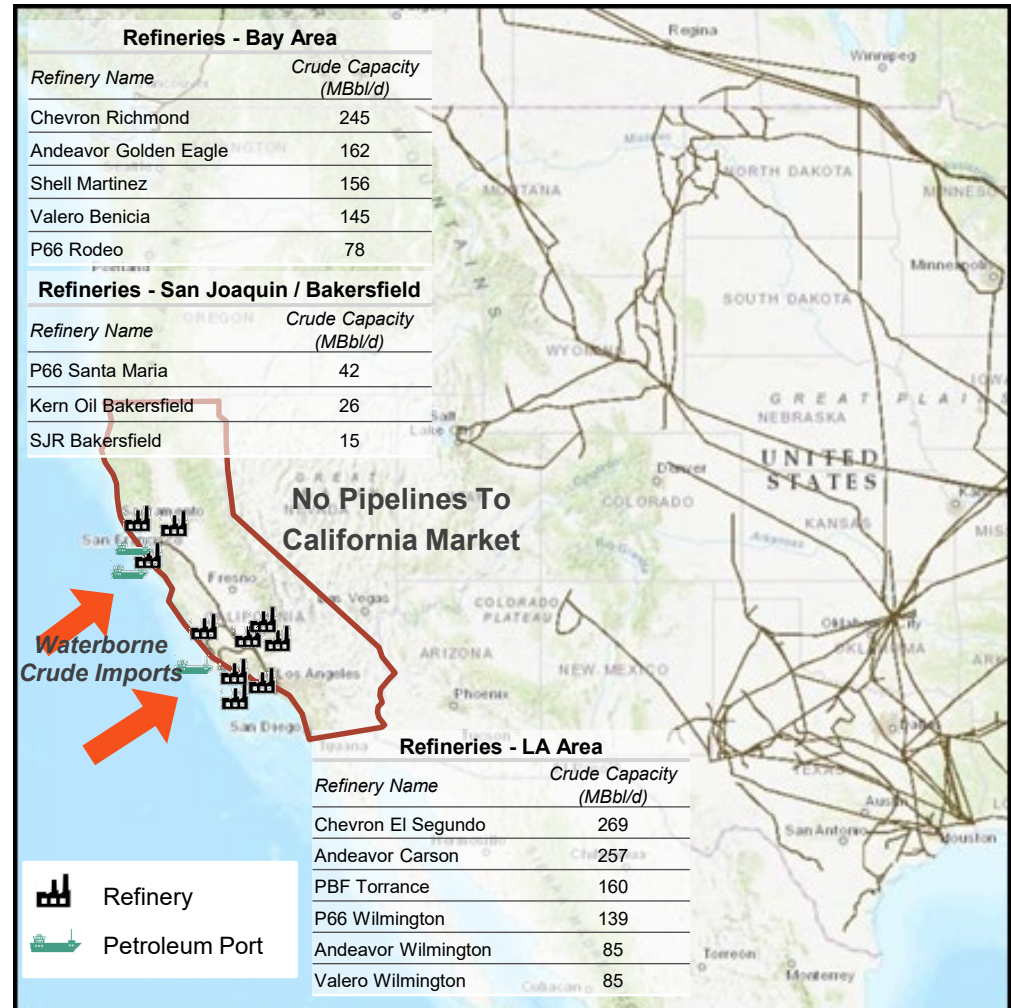
California refiners import ~70% of supplies from waterborne sources, including >50% from non-US sources driving prices to track closely to Brent (ICE)

~40% of supply comes from OPEC+

2018 Sources of Feedstock for California



California's Oil Market is Isolated From Rest of Lower 48 - Advantaged Oil Pricing



Source: Berry, California Almanac, EIA, CalGEM, Drilling Info, Bloomberg

OPEC & Non-OPEC sources include Argentina, Brunei, Canada, Equatorial Guinea, Ghana, Kazakhstan, Mexico, Peru, Russia, Trinidad and Tobago, UK, Brazil, Saudi Arabia, Ecuador, Colombia, Iraq, Kuwait.

January 2020

We Have Significant Financial Flexibility Through the Price Cycle

The Plan at Each Price

>\$60

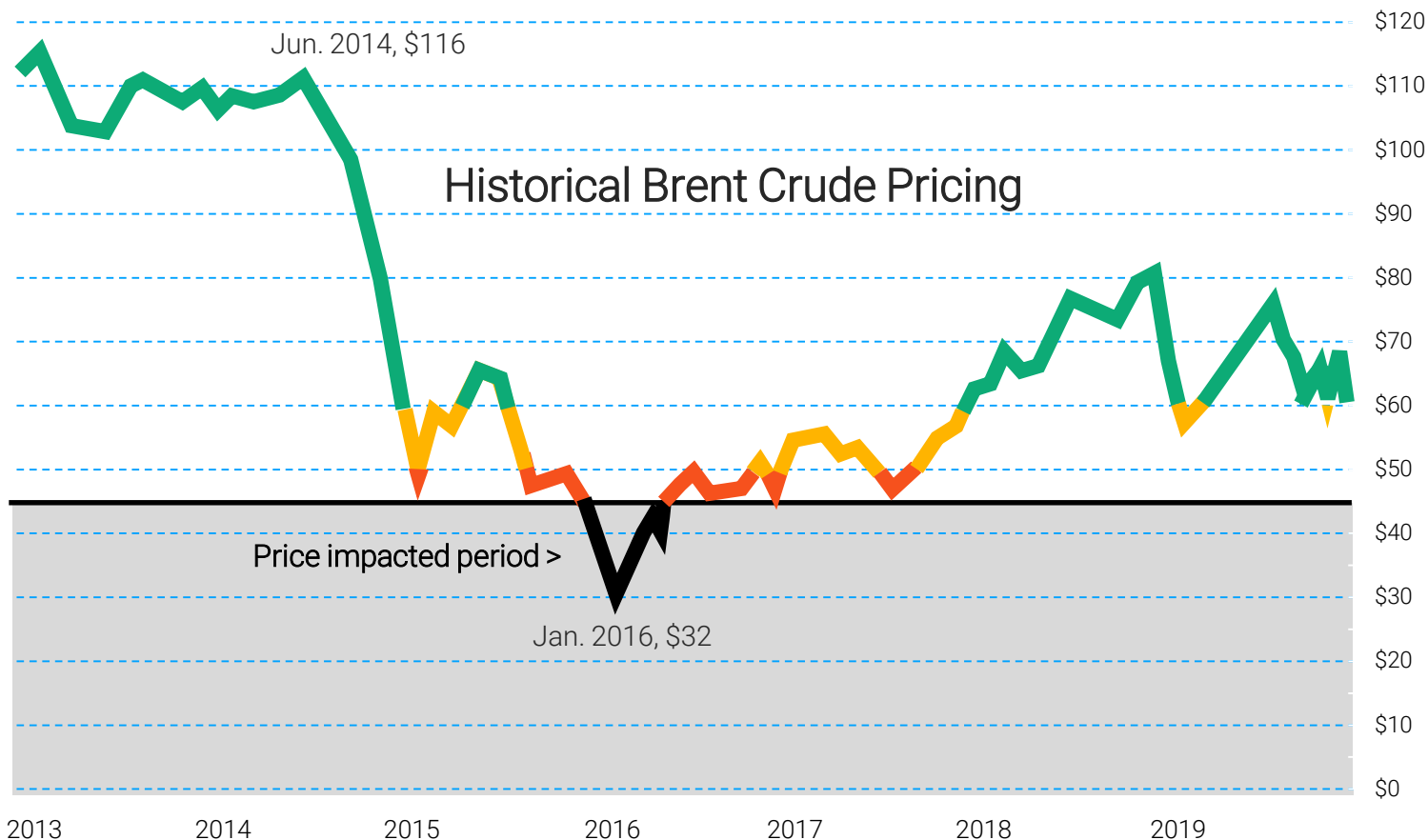
Accelerate development program, pursue accretive acquisitions and bolt-ons, purchase debt in the open market, explore returning capital to shareholders +

>\$50
<\$60

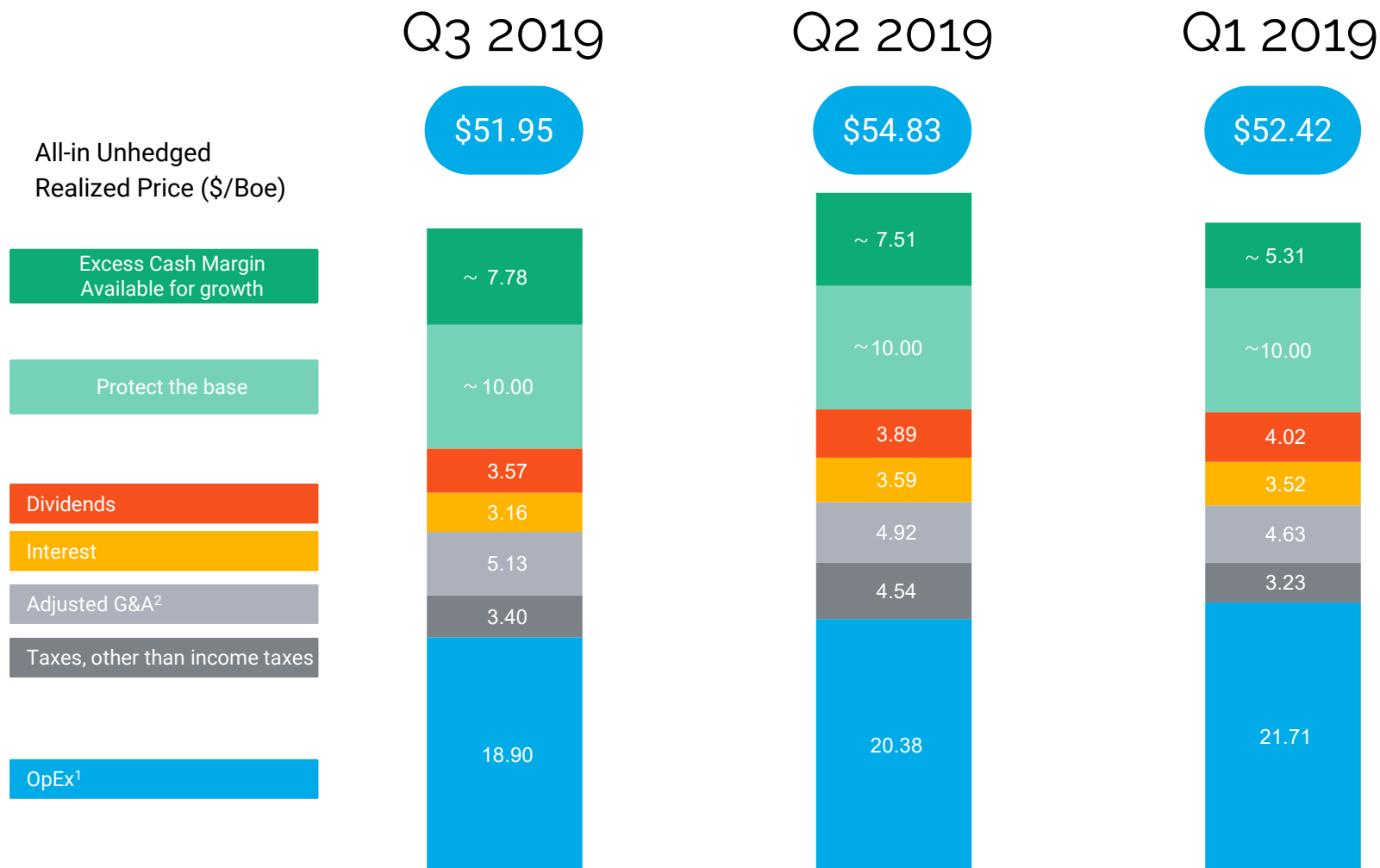
Fund planned development program +

>\$45
<\$50

Sustain production, Pay interest, pay current dividend



Strong Oil-Driven Cash Margins are Backed by a Stable Cost Structure

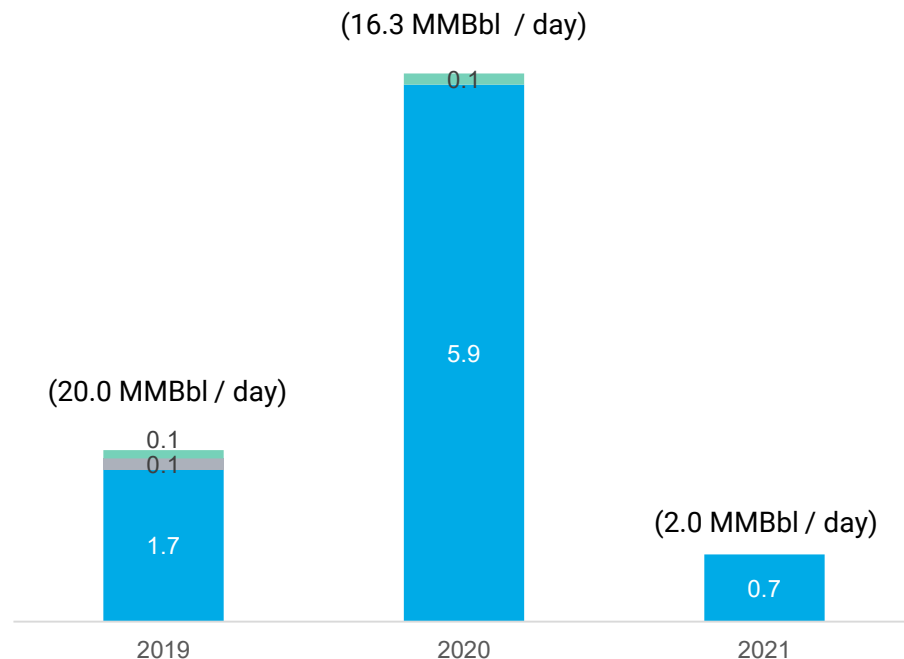


¹ We define operating expenses as lease operating expenses, electricity generation expenses, transportation expenses, and marketing expenses, offset by the third-party revenues generated by electricity, transportation and marketing activities, as well as the effect of derivative settlements (received or paid) for gas purchases. Taxes other than income taxes are excluded from operating expenses.

Please see <https://ir.berrypetroleum.com/non-gaap-reconciliations-to-gaap> for non-GAAP reconciliations to GAAP measures and additional important information

Prudent & Proactive Commodity Price Risk Management

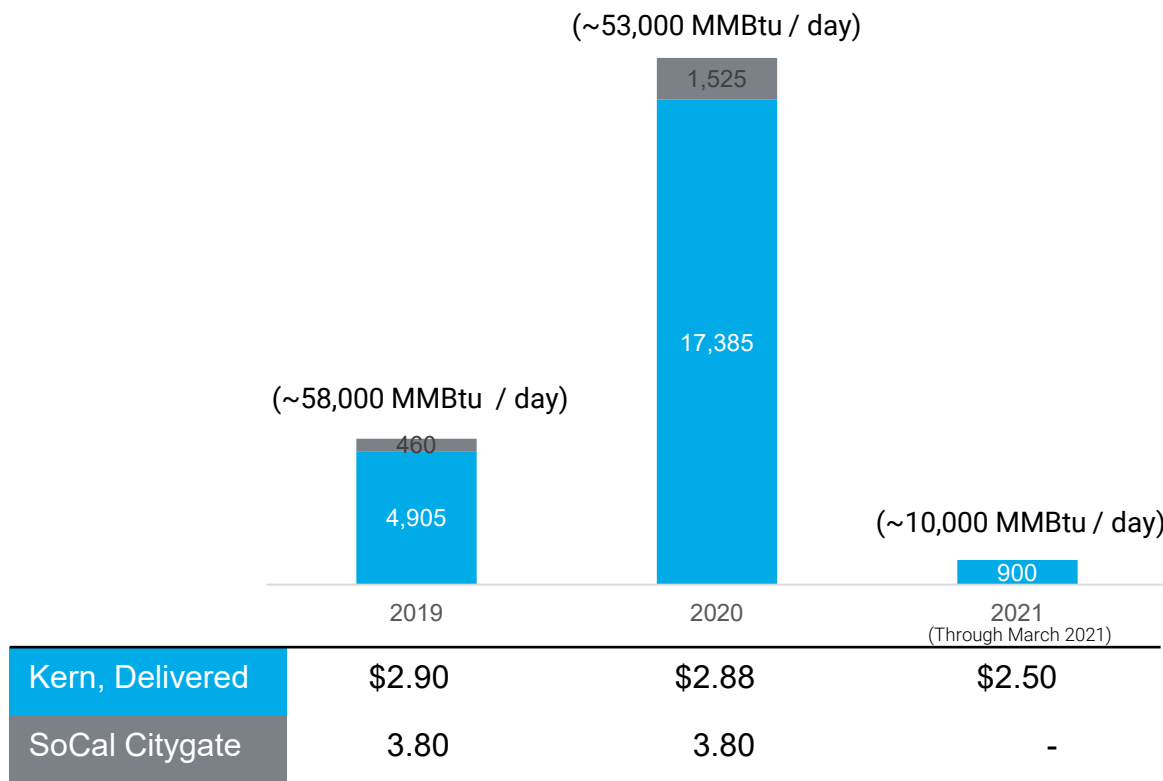
Oil hedging volumes in MMBbl (~MMBbl / day)
as of 9/30/2019



Brent Swaps	\$70.20	\$64.25	\$58.50
Brent Calls	81.00	-	-
WTI Swaps	61.75	61.75	-

Prudent & Proactive Commodity Price Risk Management

Purchased Gas hedging volumes in MMBtu (~MMBtu/day)
As of 9/30/2019



Berry's Value Proposition

Tools to Unlock Shareholder Value

Organic Growth



Strategic Growth



Fixed Dividend



Share Buybacks



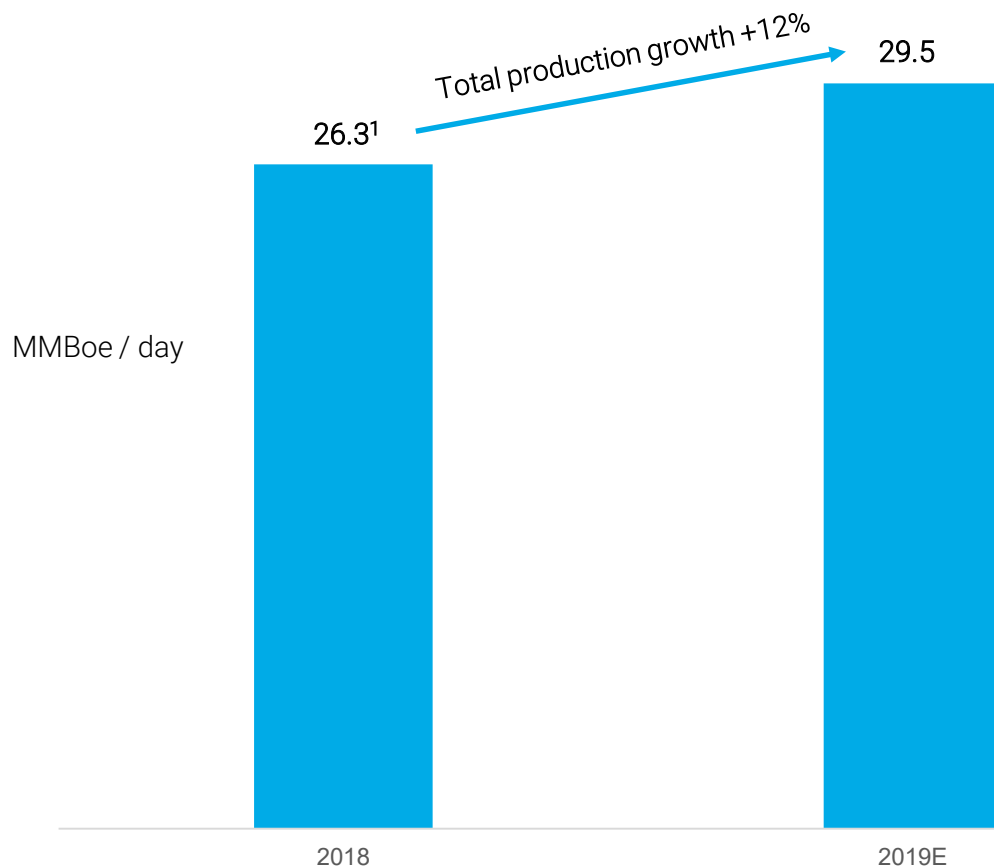
Debt Repurchases



Other



Growth + Dividend = Total Return

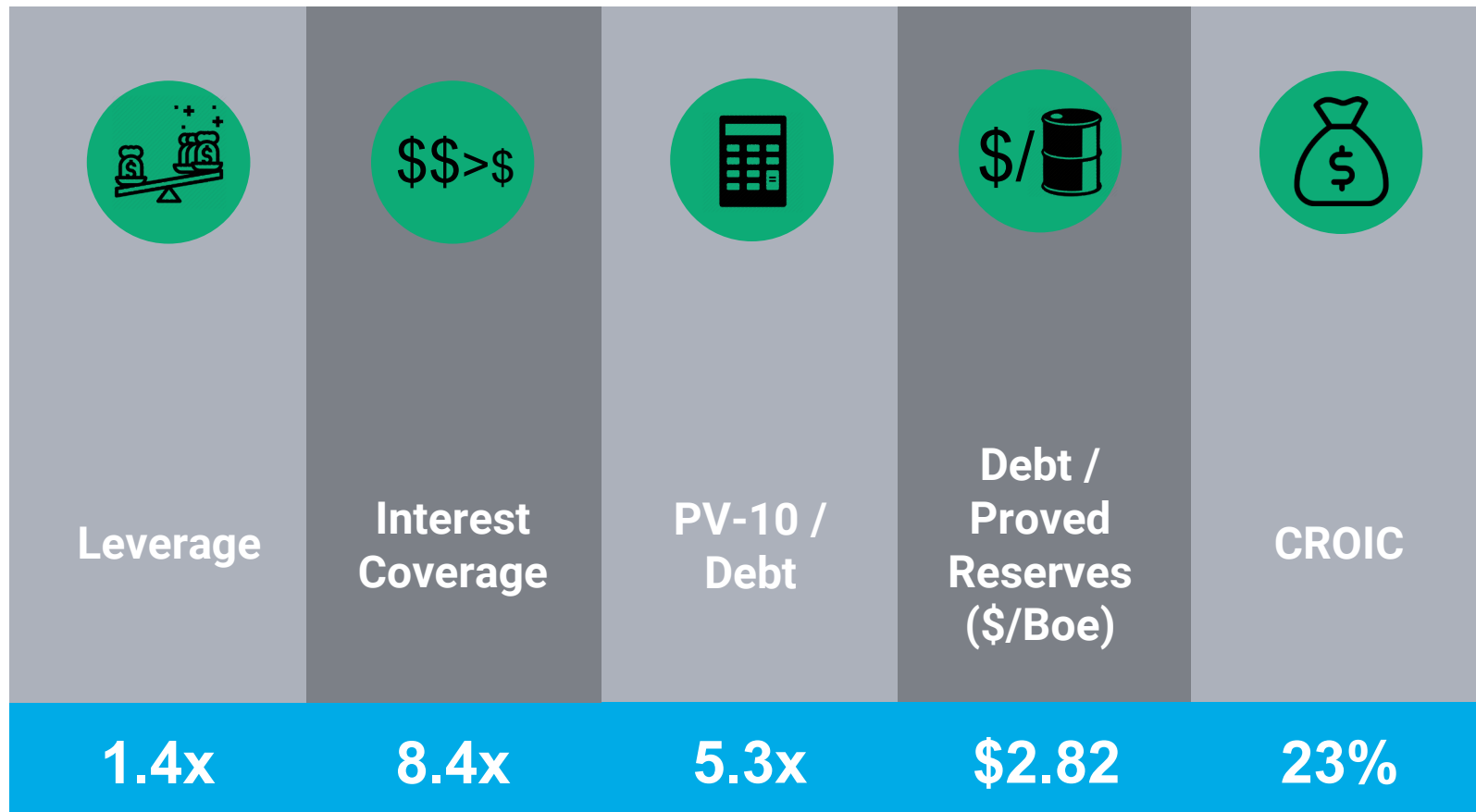


Total estimated annual production growth ²	12%
plus	+
Current dividend yield ³	5%
plus	+
Net share buybacks ⁴	4%
<hr/>	
Total Return	21%

¹ Excludes East Texas | ² Based on midpoint of 2019 production guidance

³ Current dividend yield as of 10/9/2019 | ⁴ Assumes buyback of ~3.6mm shares after dilution

Q3'19 Financial Metrics



Leverage: Debt / TTM Adj. EBITDA

Interest coverage = TTM Adj. EBITDA / TTM Interest expense

Proved Reserves and PV-10 estimates are based on SEC'18 prices of \$71.50 Brent & \$3.10 Henry Hub as of 12/31/2018

CROIC: TTM Cash Returned on Invested Capital = (Net cash provided by operating activities before working capital + Interest + non-recurring items) divided by (Average Stockholder's Equity + Average Net Debt)

Please see <https://ir.berrypetroleum.com/non-gaap-reconciliations-to-gaap> for non-GAAP reconciliations to GAAP measures and additional important information

Reconciliation of Non-GAAP Measures

For reconciliations of Non-GAAP to GAAP measures and other important information see <https://ir.berrypetroleum.com/non-gAAP-reconciliations-to-gAAP>

Appendix

Key Company Highlights

Capital Expenditures

Q3 2019

\$63mm

Q2 2019

\$57mm

Wells Drilled

82

99% California development

114

100% California development

Production Mboe/d

29.6

87% Oil

77% California

27.4

86% Oil

76% California

Adjusted EBITDA¹

\$84mm

\$63mm

¹ Please see <https://ir.berrypetroleum.com/non-gaap-reconciliations-to-gaap> for non-GAAP reconciliations to GAAP measures and additional important information

Q3 2019 Key Area Highlights

Operating Income¹

\$49mm

98% California

\$1mm

Daily Production

Mboe/d

23.0

100% Oil

6.6

41% Oil

Capital Expenditures

Excludes Corporate Items

\$59

\$2

Proved Reserves²

Mboe

106

74% California

37

PV-10^{2,3}

\$2,027mm

94% California

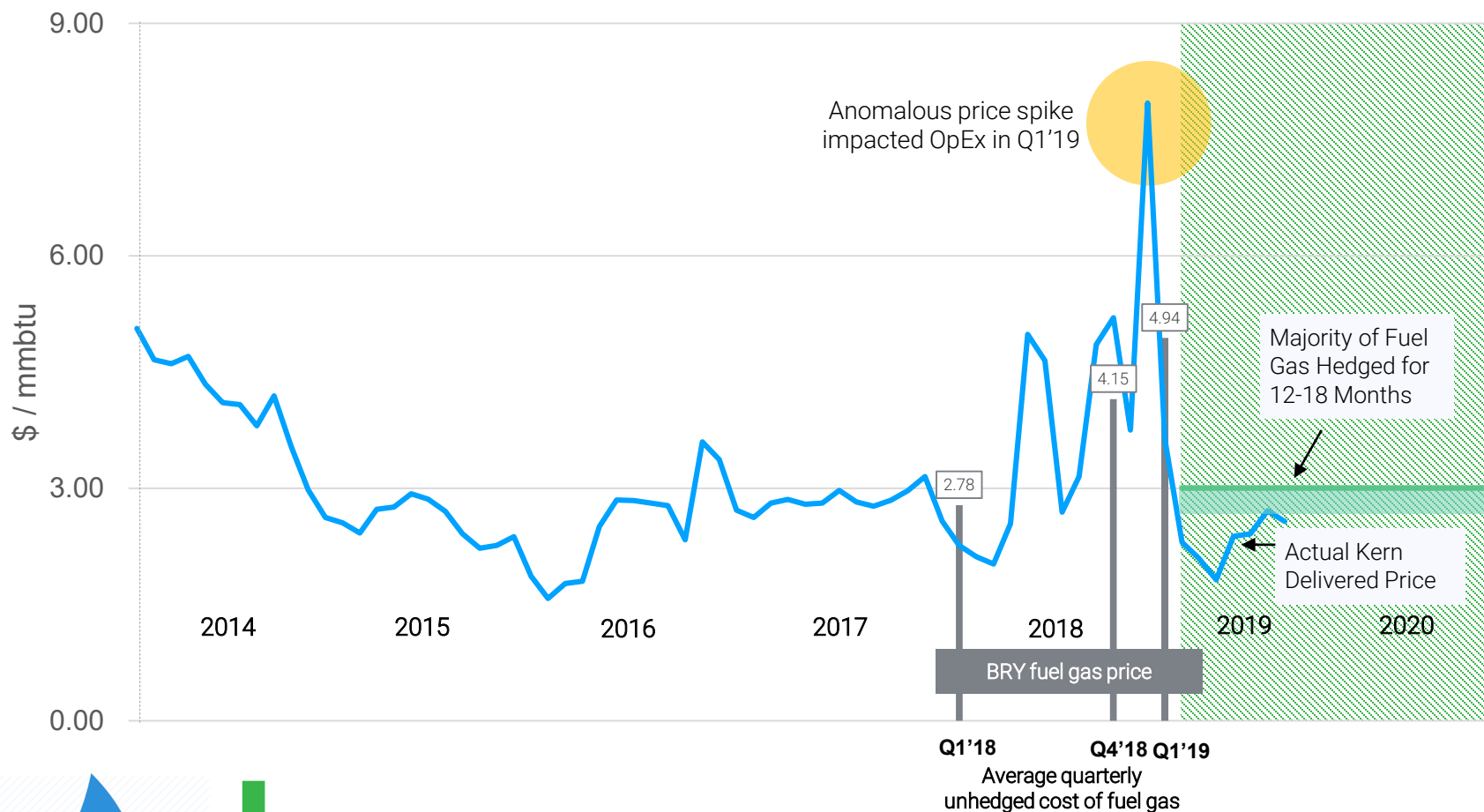
\$125mm

¹ Operating income includes oil, natural gas, and NGL sales, offset by operating expenses, general and administrative expenses, DD&A, and taxes other than income taxes

² Proved Reserves and PV-10 as of 12/31/2018

³ Please see <https://ir.berrypetroleum.com/non-gaap-reconciliations-to-gaap-for-non-gaap> reconciliations to GAAP measures and additional important information

Kern Delivered Gas Monthly Average Price

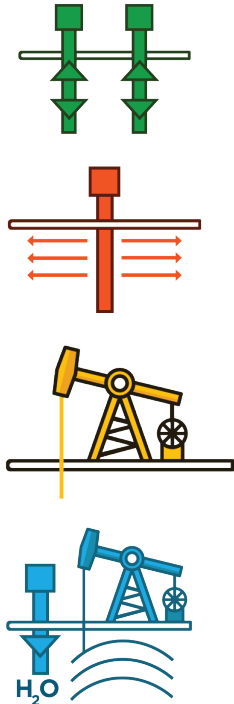


Future gas price spikes are managed

Purchased fuel contracts
 $\frac{3}{4}$ of fuel needs through October 2020
 ~\$3.00/mmbtu

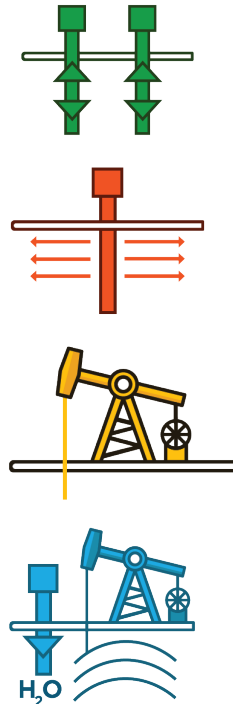
California Permitting Process

UIC Permit



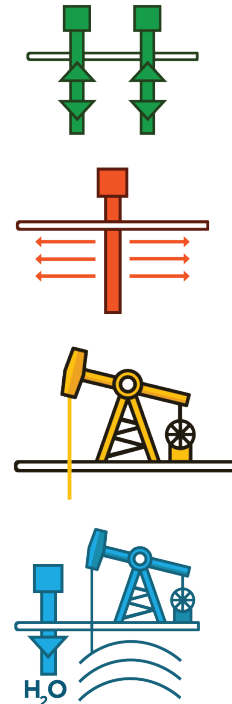
Obtained in development areas.
Proceeding in expansion areas
as expected

Drilling Permit



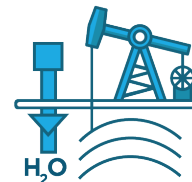
Ongoing
as expected

AE Permit



Obtained in all fields except
MWSS where it is in
progress as expected

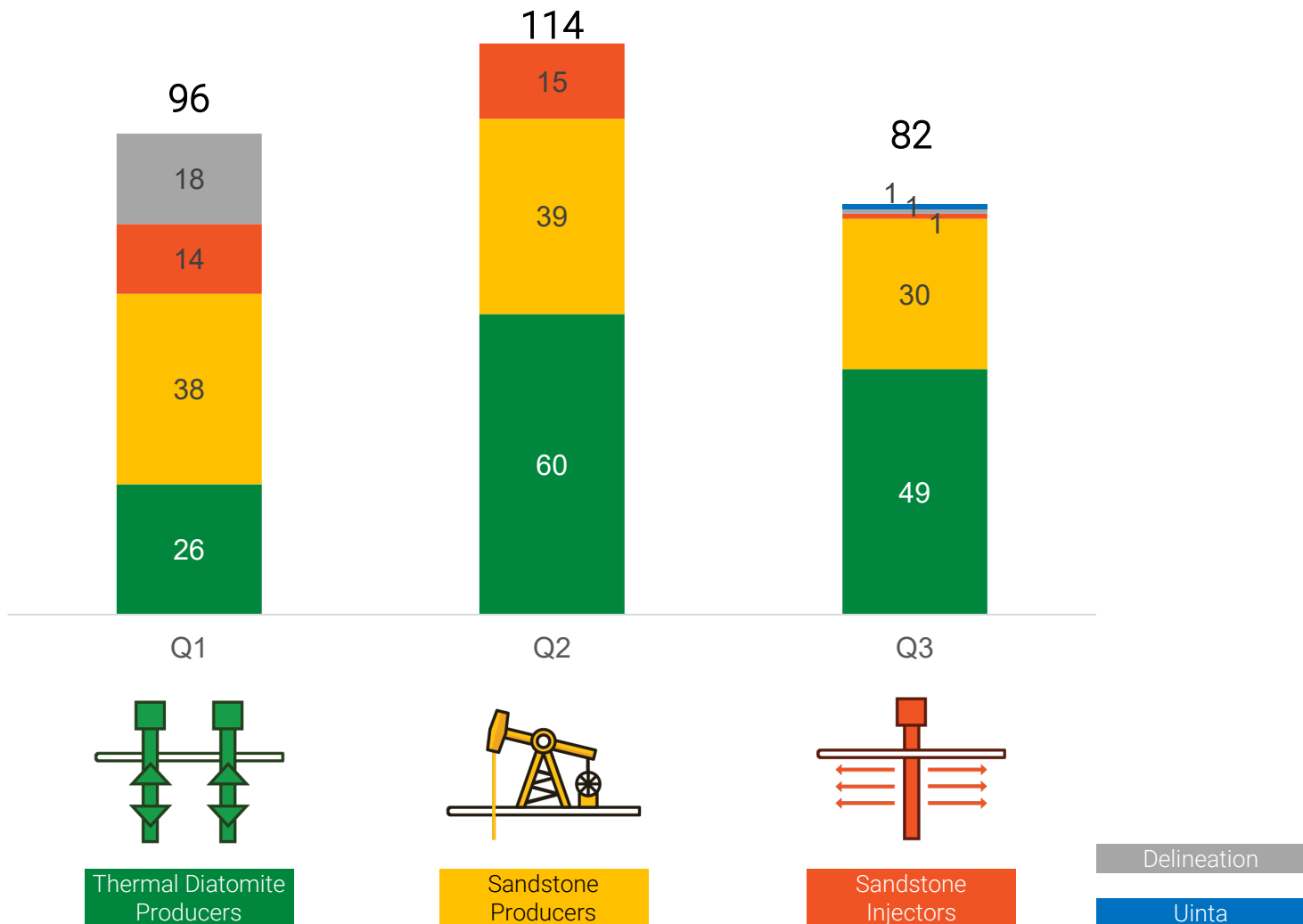
Well
Stimulation
Permit



Working with agencies
to obtain consistent
planning timing

2019 Drilling Results

by Well Type



California Legislation 101

California has a bicameral legislature, which means there are two chambers: the Assembly and the Senate. The Assembly has 80 members: currently 60 Democrats and 20 Republicans. All 80 seats are up for election in 2020. The Senate has 40 members: currently 29 Democrats and 11 Republicans. 20 seats are up for election in 2020. The Assembly is led by the Assembly Speaker, Anthony Rendon, and the Senate is led by the Senate Pro Tempore, Toni Atkins.

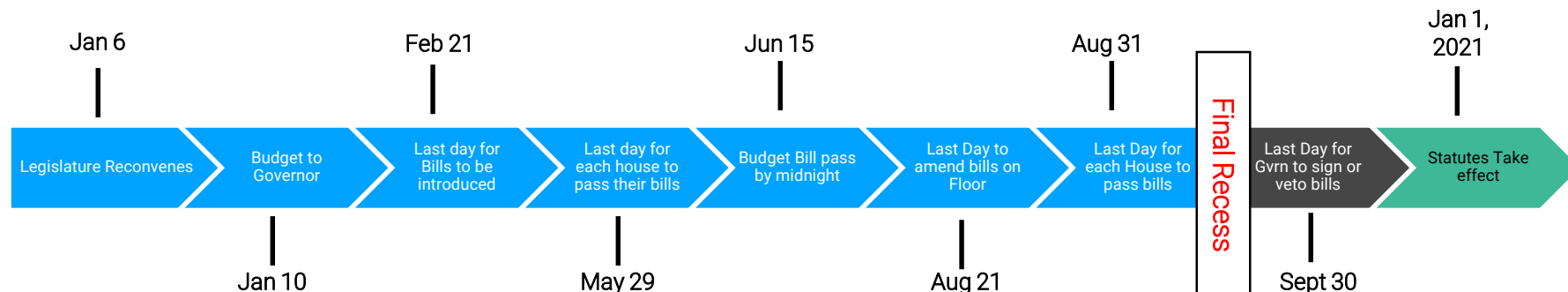
Legislative sessions in California last for two years. The current two-year legislative session met briefly in December 2018 to swear in new legislators but began proper on January 7, 2019 and ends in August of 2020. Each year within the legislative session has its own legislative timeline with deadlines for bills to move through the legislative process. However, any legislation that is introduced in January 2019 but does not pass by the end of 2019 can be picked up and continue through the legislative process in 2020 without needing to be re-introduced. In odd numbered years, the legislative year goes from January to October. In even numbered years, the legislative session goes from January to August to allow legislators time to campaign for their elections in September - November.

Bill ideas are conceived in late winter. After a year's legislative session ends, legislators begin to collect ideas for legislation for the following year. They meet with advocates, policy experts, and lobbyists who propose bill ideas. While bills are authored by legislators, organizations can co-sponsor legislation and commit to helping the author to shepherd it through the legislative process using their own resources (e.g. policy expertise, lobbying influence, grassroots power, communications prowess, etc).

The Appropriations Suspense File is a way to consider the impacts to the state of legislation as a whole. A vote-only (no public testimony) Suspense Hearing will be held prior to the deadlines for fiscal committees to hear and report bills to the Senate Floor. Bills will either move on to the Senate Floor for further consideration or be in held in committee and under submission. "It's the closest thing that the Legislature has to a veto power," said former Assemblyman Mike Gatto, a Los Angeles Democrat who chaired the appropriations committee from 2012 to 2014. Decisions are based on weighing the costs and benefits of the proposed policies, Gatto said. "But it's also a cost-benefit analysis politically: How much does the house want to put a bill like this on the floor?"

Governor's signature: Once a bill passes both chambers of the legislature, it heads to the governor's desk where he must sign or veto it. If he does nothing, the bill becomes law without signing it. The legislature could override a gubernatorial veto with $\frac{2}{3}$ majority in both chambers.

Even-Year CA Legislative Calendar Highlights (2020)



2020

- Jan. 1** Statutes take effect (Art. IV, Sec. 8(c)).
- Jan. 6** Legislature Reconvenes (J.R. 51(a)(4)).
- Jan. 10** Budget must be submitted by Governor (Art. IV, Sec. 12(a)).
- Jan. 24** Last day for any committee to hear and report to the floor bills introduced in that house in the odd-numbered year (J.R. 61(b)(2)).
- Jan. 31** Last day for each house to pass bills introduced in that house in the odd-numbered year (Art. IV, Sec. 10(c)), (J.R. 61(b)(3)).
- Feb. 21** Last day for bills to be introduced (J.R. 61(b)(4)), (J.R. 54(a)).
- May 29** Last day for each house to pass bills introduced in that house (J.R. 61(b)(11)).
- June 15** Budget Bill must be passed by midnight (Art. IV, Sec. 12(c)(3)).
- June 25** Last day for a legislative measure to qualify for the November 3 General Election ballot (Election code Sec. 9040).
- Aug. 21** Last day to amend bills on the Floor (J.R. 61(b)(17)).
- Aug. 31** Last day for each house to pass bills (Art. IV, Sec. 10(c)), (J.R. 61(b)(18)). **Final recess** begins upon adjournment (J.R. 51(b)(3)).

IMPORTANT DATES OCCURRING DURING FINAL RECESS

- Sept. 30** Last day for Governor to sign or veto bills passed by the Legislature before Sept. 1 and in the Governor's possession on or after Sept. 1 (Art. IV, Sec. 10(b)(2)).

2021

- Jan. 1** Statutes take effect (Art. IV, Sec. 8(c)).

Status of 2019 CA Legislation

Bill	Date Introduced	Status	Expected Impact on Berry
SB 246 – Oil and Gas Severance Tax	2/11/2019	Two-year bill	None
AB 345 – Oil and Gas: Setbacks	2/19/2019	Two-year bill	None
AB 342 – Public lands: Leasing: Oil and Gas Prohibition	2/04/2019	Signed into law	None
AB 454 – Migratory Birds: California Migratory Bird Protection Act	2/11/2019	Signed into law	None
SB 551 – Oil and Gas: Decommissioning, Cleanup, and Remediation costs	2/22/2019	Signed into law	TBD
AB 585 – Public Lands; Oil, Gas, and Mineral Leases	2/14/2019	Signed into law	None
AB 936 – Oil Spills; Response and Contingency Planning	2/20/2019	Signed into law	Minimal
AB 1054 – Public Utilities: Wildfire and Employee Protection	2/21/2019	Signed into law	Minimal
AB 1057 – Oil and Gas: Wells and Facilities; Indemnity Bonds and Remediation; Additional Security: Civil Penalty	2/21/2019	Signed into law	TBD
AB 1328 – Oil and Gas: Well Testing Requirements for Idle Wells, Hazardous or Deserted Idle Wells, and Hazardous or Deserted Facilities	2/22/2019	Signed into law	Minimal
AB 1628 – Environmental Justice	2/22/2019	Signed into law	TBD
SB 1 – California Environmental, Public Health, and Workers Defense Act of 2019	12/3/2018	Vetoed	None
AB 1440 – Oil and Gas: Development	2/22/2019	Vetoed	None

Notes:

SB – Senate Bill

AB – Assembly Bill

Two-year bill – Proposed legislation held in committee, or not assigned to a committee, that will resume processing in 2020.



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