FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	OVAL				
OMB Number:	3235-0287				
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* Reddin Michael						2. Issuer Name and Ticker or Trading Symbol BERRY PETROLEUM CO [BRY]								of Reporting cable) r	Perso	on(s) to Iss		
(Last) (First) (Middle) 1999 BROADWAY, SUITE 3700 (Street) DENVER CO 80202 (City) (State) (Zip)				3. Date of Earliest Transaction (Month/Day/Year) 12/31/2012								Officer (give title below)		Other (below)		specify		
				4. If Amendment, Date of 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						
1. Title of Security (Instr. 3) 2. Transa Date				2. Transacti	ction 2A. Deemed Execution Date			3. Transaction Code (Instr.					5. Amour Securitie Beneficia Owned F	nt of s ally ollowing	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	Transact (Instr. 3 a					
		-	Table II - D (e					quired, Dis s, options					Owned					
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/Ye	Cod	saction e (Instr.	5. Num of Derivat Securit Acquin (A) or Dispos of (D) (Instr. 3 and 5)	tive ties ed sed	6. Date Exercisa Expiration Date (Month/Day/Year			7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transactio (Instr. 4)	ly O Fo O (I)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	t
				Cod	e V	(A)	(D)	Date Exercisable		xpiration ate	Title	Amount or Number of Shares						
March 2011 Director RSU ⁽¹⁾	\$0 ⁽²⁾							03/02/2012 ⁽³⁾	0	3/02/2021	Class A Common Stock	2,499		2,499		D		
March 2 2012 Director RSU Grant	\$0							03/02/2012	03	3/02/2022	Class A Common Stock	2,231		2,231		D		
Phantom Stock	\$0	12/31/2012		A		571 ⁽⁴⁾		08/08/1988	0	8/08/1988	Class A Common	2,906	\$33.55	3,477		D		

Explanation of Responses:

- 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.
- 4. Phantom Stock Units acquired under the Company's Non-Employee Director Deferred Compensation Plan in a transaction exempt under Rule 16b-3(c). Shares of Common Stock are issued under terms of the Plan upon resignation from the board of directors.

Kenneth A. Olson under POA for Michael Reddin 01/02/2013

** Signature of Reporting Person

Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.