Wheat Jamie L Form 4 March 06, 2013

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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

may continue. 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 Wheat Jamie L 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 1999 BROADWAY, SUITE 3700 03/04/2013 below) below) Controller (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 DENVER, CO 80202 Person

(City)	(State)	(Zip) Tab	le I - Non-I	Derivative	Secu	rities Acqu	ired, 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)	4. Securion(A) or D (Instr. 3,	ispose 4 and (A) or	ed of (D)	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					(2)	7.00	411	I	Held in 401(k) Account
Class A Common Stock	03/04/2013		M	530 (3)	A	\$ 45.8	3,462	D	
Class A Common Stock	03/04/2013		M	464 (3)	A	\$ 45.8	3,926	D	
Class A Common	03/04/2013		S	300	D	\$ 45.705	3,626	D	

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Stock

Class A 13 D \$ 3,613 S D Common 03/04/2013 Stock

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. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying So (Instr. 3 and 4	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
2009 Restricted Stock Units (1)	\$ 0				` ,	` '	12/11/2010(2)	12/11/2019	Class A Common Stock
Non-Statutory Stock Option 3-2-2011 - \$48.50	\$ 48.5						03/02/2012	03/02/2021	Class A Common Stock
Non Statutory Stock Option 3-2-12	\$ 53.02						03/02/2013	03/02/2022	Class A Common Stock
March 4, 2013 Employee RSU Grant (1)	\$ 0 (4)	03/04/2013		M	3,475 (5)		03/04/2013	03/04/2023	Class A Common Stock
March 2, 2012 Employee RSU Grant	\$ 0	03/04/2013		M		530 (3)	03/02/2013	03/02/2022	Class A Common Stock
March 2011 Employee RSU Grant	\$ 0	03/04/2013		M		464 (3)	03/02/2012	03/02/2021	Class A Common Stock

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Wheat Jamie L

1999 BROADWAY, SUITE 3700 Controller

DENVER, CO 80202

Signatures

Kenneth A. Olson Under POA for Jamie L.
Wheat

03/06/2013

**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) Restricted Stock Units vest 25% per year from date of grant.
- (3) Vested shares issued pursuant to Rule 16b-3 plan.
- (4) Each RSU represents a contingent right to receive one share of Berry Petroleum Company Class A Common Stock
- (5) Grant of Restricted Stock Unit (RSU) under the Company's 2010 Equity Incentive Plan in a transaction exempt under Rule 16b-3(c). RSUs vest 25% per year from date of grant.

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.

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