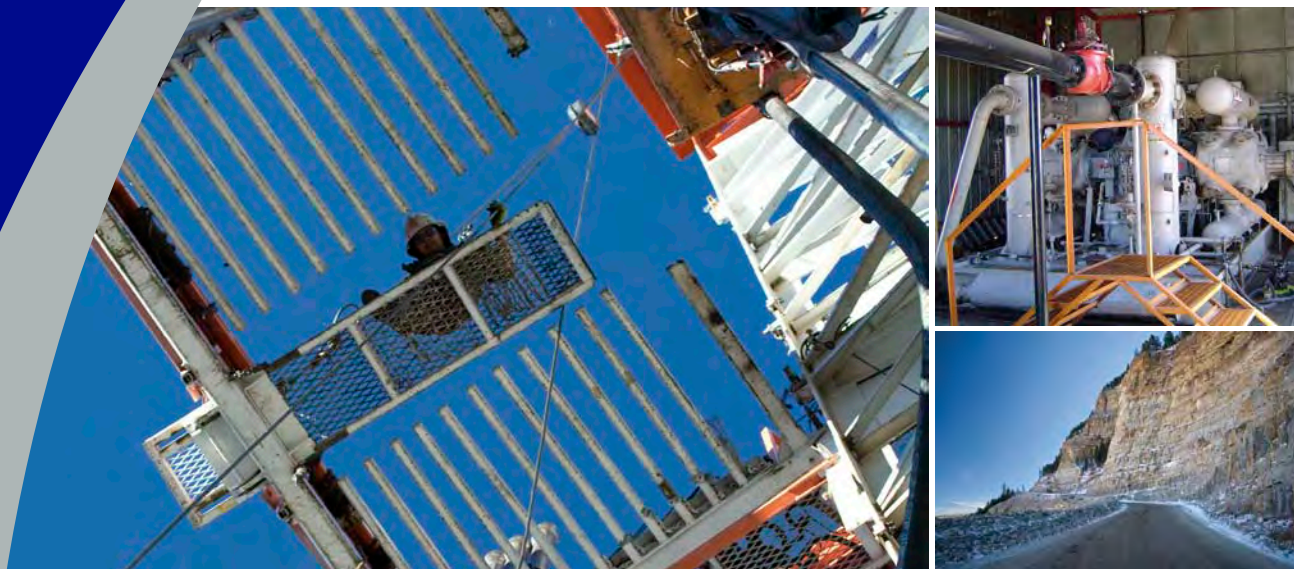


BSAFE



Berry Systems & Actions For Excellence

ENVIRONMENTAL, HEALTH & SAFETY



Environmental, Health & Safety Policy Statement

Berry Petroleum Company (NYSE:BRY) is a growing company focused on execution with a commitment to the protection of the environment and the health and safety of its employees, contractors, customers and the public. As such, Environmental, Health & Safety (EH&S) considerations are an integral part of Berry's day to day operations and are incorporated into the decision making process for all employees, while being supported with the appropriate level of resources, education and training. This "Berry Systems and Actions for Excellence" (BSAFE) document outlines how Berry will manage the process of Environmental, Health & Safety issues through eleven specific elements.

We believe that promoting a safe and healthy workplace, striving to operate without doing harm to the environment and being a responsible corporate citizen contributes to continued and improved business success through enhanced job productivity, lower costs, improved work quality and greater employee satisfaction.

In support of these objectives, Berry Petroleum Company:

- Holds its management and employees accountable for the Company's EH&S performance;
- Clearly communicates the performance requirements and expectations of employees, contractors and other parties engaged in activities on the Company's properties;
- Designs and manages operations to minimize environmental and human health impacts and provides a workplace free of unmitigated safety hazards;
- Complies with all laws, rules and regulations governing Berry's activities;
- Recognizes the importance of EH&S factors relative to economic factors;
- Provides appropriate resources and programs supporting EH&S, which includes employee training and professional staff;
- Monitors, evaluates and periodically reports EH&S performance to the employees;
- Participates in programs designed to enhance EH&S knowledge and improves EH&S technology and standards.

A handwritten signature in black ink that reads 'Robert F. Heinemann'.

Robert F. Heinemann
President & CEO, Berry Petroleum Company

Element 1:

Leadership, Commitment & Accountability

- Management imparts vision, sets expectations, and provides resources for the implementation of BSAFE.
- Leaders foster an open culture and demonstrate commitment and accountability to BSAFE principles by personal example.
- Leaders effect integration of BSAFE expectations into operations and core business values.
- Leaders periodically assess the effectiveness of BSAFE



Element 2:

Environmental, Health & Safety Information Management

- Information on applicable laws, regulations, codes, standards, practices, licenses, and permits is documented and kept current.
- Records pertaining to design, construction, operations, maintenance, inspections and facility changes are documented and kept current.
- EH&S information is accessible and communicated to employees and contractors.
- System is in place for creating and managing documents.



Element 3:

Management of Change

- System is in place to manage temporary and permanent changes in personnel, operations and processes.
- MOC modifications are documented and communicated.
- Application of MOC criteria and trigger events are defined and communicated.



Element 4: Risk Management

- System and procedures are in place to identify risks.
- Processes are developed and used to assess and classify risks.
- Risks are mitigated to an acceptable level.
- Decisions, mitigation, and re-assessment plans are documented.



Element 5:

Operations & Process Management

- Key operating parameters and safe work practices are established and regularly maintained. Work force understands roles and responsibility to sustain operations within defined parameters and practices.
- Start-up, shut down, operating, and maintenance procedures are clearly defined and implemented.
- Reliability and availability of protective systems are preserved by appropriate testing and maintenance programs.
- A system is in place to ensure that documentation and drawings deemed necessary for operation and maintenance of facilities are accessible and current.
- A system is in place to ensure compliance with regulatory and company requirements.



Element 6:

Design & Construction

- Design and construction of new or modified facilities will use approved design practices and standards that meet or exceed applicable regulatory requirements. Operations personnel will be involved in the design and construction of new or modified facilities.
- Processes to ensure mechanical integrity of critical equipment will be developed and implemented.
- Quality assurance processes are in place, which ensure that facilities and materials received meet design specifications and that construction is in accordance with the applicable standards.
- A pre-startup review is performed and documented to confirm that:
 - ✓ BSAFE measures are in place;
 - ✓ Construction and testing are in accordance with specifications;
 - ✓ Operations, maintenance, and emergency procedures are prepared and adequate;
 - ✓ Risk-management recommendations are addressed and required actions taken;
 - ✓ Training of personnel is undertaken;
 - ✓ Regulatory and permit requirements are met.



Element 7: Contractor Management

- A system is in place for evaluation and selection of critical material vendors and service contractors that includes an assessment of their capabilities to provide materials or perform services in accordance with contract requirements.
- A system is in place to periodically assess performance of critical material vendors and service contractors. Performance feedback is provided to these third parties.
- Roles, responsibilities, and performance criteria (including EH&S) are defined, understood and agreed upon by the company and third party and are covered in the contract.



Element 8:

BSAFE Monitoring & Improvement

- Operations are assessed at predetermined frequencies to establish the degree to which BSAFE expectations are met.
- Complexity of the operation, level of risk, and performance history determine the frequency and scope of assessment.
- Findings from assessments are reported, resolved and documented.
- Assessment process is reviewed periodically for effectiveness and findings are used to make improvements.



Element 9: Training

- Leaders will actively participate in and/or conduct training programs
- An employee training system is in place to ensure competence, maintenance of necessary job skills and compliance with regulatory requirements. Records of training are documented.
- Employee selection and placement process considers EH&S performance, behaviors and necessary job skills and knowledge.
- Employees receive feedback on their EH&S performance.
- Training program is periodically evaluated on its efficacy and modified as needed.



Element 10:

Emergency Response

- A system is in place for emergency preparedness. Emergency response plans are accessible and clearly communicated, while drills to provide training and to test the plans are conducted periodically. Plans and drills are documented.
- Emergency response personnel, equipment, and facilities, including mutual aid providers, are defined and readily available.
- Training in crisis management and media communications is provided for designated emergency response personnel.



Element 11:

Incident Investigation

- A system is in place for timely reporting, investigating, analyzing, and follow-up of all incidents.
- Lessons learned from incidents and near misses are documented and communicated across the organization.
- Major incidents are investigated by multi-discipline teams comprised of personnel from outside the affected asset.





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