BERRY PETROLEUM CO

Form 4

December 18, 2006

FORM 4 INITED S

OMB APPROVAL

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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. See Instruction

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

(Print or Type Responses)

1(b).

Common

1. Name and Address of Reporting Person * DALE DONALD A			2. Issuer Name and Ticker or Trading Symbol BERRY PETROLEUM CO [BRY]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN			(Month/Day/Year) 12/14/2006	Director 10% Owner Officer (give title below) Other (specify below) Controller		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Che		
BAKERSFIELD, CA 93309			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect (Instr. 3) (Instr. 3, 4 and 5) Code Beneficially (D) or Beneficial Owned (Month/Day/Year) (Instr. 8) Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price Class A Common S D 12/14/2006 1,400 D 10,798 33.01 Stock Class A Common 12/14/2006 S 200 D \$ 33 10,598 D Stock Class A Common 12/14/2006 S 1,300 9,298 D Stock Class A 12/14/2006 S 946 \$ D D 8,352

32.98

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Stock							
Class A Common Stock	12/14/2006	S	200	D	\$ 32.96	8,152	D
Class A Common Stock	12/14/2006	S	223	D	\$ 33.03	7,929	D
Class A Common Stock	12/14/2006	S	400	D	\$ 33.01	7,529	D
Class A Common Stock	12/14/2006	S	200	D	\$ 32.97	7,329	D
Class A Common Stock	12/14/2006	S	200	D	\$ 32.96	7,129	D
Class A Common Stock	12/14/2006	S	600	D	\$ 32.95	6,529	D
Class A Common Stock	12/14/2006	S	600	D	\$ 32.94	5,929	D
Class A Common Stock	12/14/2006	S	100	D	\$ 32.93	5,829	D
Class A Common Stock	12/14/2006	S	300	D	\$ 32.92	5,529	D
Class A Common Stock	12/14/2006	S	300	D	\$ 32.91	5,229	D
Class A Common Stock	12/14/2006	S	1,575	D	\$ 32.9	3,654	D

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

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 control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Date (Month/Day/Year e	6. Date Exercisable and Expiration Date Month/Day/Year)		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amor or Numl of Sh	
Nonstatutory Stock Option	\$ 9.97					12/05/2004	12/05/2013	Class A Common Stock	9,5	
Nonstatutory Stock Option	\$ 21.58					11/23/2005	11/23/2014	Class A Common Stock	12,0	
Nonstatutory Stock Option	\$ 30.645					12/15/2006	12/15/2015	Class A Common Stock	5,0	
Restricted Stock Units	\$ 0 (2)					12/15/2006(3)	12/14/2016 <u>(4)</u>	Class A Common Stock	1,6	

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

DALE DONALD A C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN BAKERSFIELD, CA 93309

Controller

Signatures

Kenneth A Olson under POA for Donald Dale 12/18/2006

**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)** 1 for 1
- (3) The restricted stock units vests in four equal annual installments beginning December 15, 2006. Shares of Class A Common Stock will be delivered to the reporting person at the time of vesting.

Reporting Owners 3

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(4) The restricted stock units vests in four equal annual installments beginning December 15, 2006. Shares of Class A Common Stock will be delivered to the reporting person at the time of vesting.

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