FORM 4

Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

Section :	his box if no long 16. Form 4 or F Ins may continu In 1(b).	orm 5	514		pursuai	nt to S	Section 16(a)	of the Se	curiti	EFICIAL	Act of 1934		IP	Estim	Number ated ave per resp	erage burde	3235-0287 n 0.5
1. Name and Address of Reporting Person* GOEHRING RALPH J					2. Issuer Name and Ticker or Trading Symbol BERRY PETROLEUM CO [BRY]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) Executive VP					
(Last) (First) (Middle) C/O BERRY PETROLEUM COMPANY 5201 TRUXTUN					3. Date of Earliest Transaction (Month/Day/Year) 12/30/2008												
(Street) BAKERSFIELD CA 93309 (City) (State) (Zip)				4	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					
		Ta	able I - Nor	n-Derivat	tive S	ecu	rities Acq	uired,	Dis	posed of, c	or Bene	ficially C	Dwned				
1. Title of Se	1. Title of Security (Instr. 3)		2. Transac Date (Month/Da	n/Day/Year) (Month/Day/Year)		3. Transa Code (I 8)		4. Securities Disposed Of	urities Acquired (A) or sed Of (D) (Instr. 3, 4 ar		5. Amount of Securities Beneficially Owned Following Reported		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	Transactio (Instr. 3 an	d 4)			(
Class A Common Stock												70,4	198		D		
Class A Common Stock 12/3			12/30/2	0/2008		J		739(1)	A	\$0	5,641			I	Held in 401(k) Plan		
			Table II -	Derivativ	/0 S0	ouri	4:	ired D			Donofi		wheel				
1										osed of, or onvertible			meu				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)		(e.g., put te, 4. Trans Code		5. N Deri Sec Acq or D	warrants, lumber of ivative urities juired (A) Disposed of (Instr. 3, 4		xercis	onvertible	7. Title ar of Securi Underlyir	ies) nd Amount ties ng e Security	8. Price of Derivative Security (Instr. 5)	9. Numb derivati Securiti Benefic Owned Followin Reporte	ve es ially ng ed	10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownership t (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	Date	3A. Deemed Execution Da if any	(e.g., put te, 4. Trans Code	action (Instr.	5. N Deri Sec Acq or D	warrants, lumber of ivative urities uired (A) Disposed of (Instr. 3, 4 5)	option 6. Date E Expiratio	xercis n Dat ay/Ye	onvertible	7. Title ar of Securi Underlyir Derivativ	ies) nd Amount ties ng e Security	8. Price of Derivative Security	derivati Securiti Benefic Owned Followin	ve es ially ng ed stion(s)	Ownersh Form: Direct (D) or Indirec	ip of Indirect Beneficial Ownership ct (Instr. 4)
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Derivative Security (Instr. 3) Nonstatutory Stock Option 11-	Conversion or Exercise Price of Derivative Security	Date	3A. Deemed Execution Da if any	(e.g., put te, 4. Trans Code ar) 8)	action (Instr.	5. N Deri Sec Acq or D (D) and	warrants, lumber of ivative urities uired (A) Disposed of (Instr. 3, 4 5)	6. Date E Expiratio (Month/D Date Exercisal	S, C xercis n Dat ay/Ye ble	onvertible sable and e ar) Expiration Date	7. Title ar of Securit Underlyin Derivativ (Instr. 3 a Title	ies) ad Amount ties ge Security ad 4) Amount or Number of Shares	8. Price of Derivative Security	derivati Securiti Benefic Owned Followir Reporte Transac (Instr. 4)	ve es ially ng ed stion(s))	Ownersh Form: Direct (D) or Indirec (I) (Instr	ip of Indirect Beneficial Ownership ct (Instr. 4)
Perivative Security (Instr. 3) Nonstatutory Stock Option 11- 23-04 2005 Restricted	Conversion or Exercise Price of Derivative Security \$21.58	Date (Month/Day/Year)	3A. Deemed Execution Da if any	(e.g., put te, ear) 8 Code 8) Code	action (Instr.	5. N Deri Sec Acq or D (D) and	(D)	Option 6. Date E Expiration (Month/D Date Exercisal 11/23/20	s, c xercis n Dat ay/Ye ble 005	onvertible sable and e ar) Expiration Date 08/30/2009	Securit 7. Title ar of Securi Underlyin Derivativ (Instr. 3 a Title Class A Common Stock	ies) and Amount ties 19 e Security or Number of Shares 17,500	8. Price of Derivative Security (Instr. 5)	derivati Securiti Benefic Owned Followin Reporte Transac (Instr. 4)	ve es ially ng ::d :tion(s))	Ownersh Form: Direct (D) or Indirec (I) (Instr	ip of Indirect Beneficial Ownership ct (Instr. 4)
Derivative Security (Instr. 3) Nonstatutory Stock Option 11- 23-04 2005 Restricted Stock Units 2006 Restricted Stock	Conversion or Exercise Price of Derivative Security \$21.58 \$0	Date (Month/Day/Year)	3A. Deemed Execution Da if any	(e.g., put te, ear) 4. Trans Code 8) Code	action (Instr.	5. N Deri Sec Acq or D (D) and	(D) (D) (D) (D) (D) (D) (D) (D) (D) (D)	option 6. Date E Expiration (Month/D Date Exercisal 11/23/20	s, c xercisis n Dat ay/Ye ble 005 005	onvertible sable and e ar) Expiration Date 08/30/2009 12/30/2008 ⁽³⁾	Securit 7. Title ar of Securi Underlyin Derivativ (Instr. 3 a Title Class A Common Stock Class A Common Stock	ies) ad Amount ties yg e Security or Number of Shares 17,500 2,500	8. Price of Derivative Security (Instr. 5)	derivati Securiti Benefic Owned Followin Reporte Transac (Instr. 4)	ve es ially ng id id stion(s))	Ownersh Form: Direct (D) or Indirec (I) (Instr	ip of Indirect Beneficial Ownership ct (Instr. 4)
Derivative Security (Instr. 3) Nonstatutory Stock Option 11- 23-04 2005 Restricted Stock Units 2006 Restricted Stock Units 2006 Restricted Stock Units 2006 Restricted Stock Units Option 12-	Conversion or Exercise Price of Derivative Security \$21.58 \$0 \$0 \$0	Date (Month/Day/Year)	3A. Deemed Execution Da if any	(e.g., put te, 4. Trans Code 8) Code 1 1 E ⁽⁶⁾	action (Instr.	5. N Deri Sec Acq or D (D) and	(D) (D) (D) (D) (C) (C) (C) (C) (C) (C) (C) (C) (C) (C	option 6. Date E: Expiration (Month/D) Date Exercisal 11/23/20 12/15/200	s, c xercisian Dati ay/Ye ble 005 007 006	Expiration 08/30/2009 12/30/2008 ⁽³⁾	Securit 7. Title ar of Securi Underlyin Derivativ (Instr. 3 a Title Class A Common Stock Class A Common Stock Class A	ies) Id Amount ties yg e Security nd 4) Amount or Number of Shares 17,500 2,500	8. Price of Derivative Security (Instr. 5) \$0 \$0	derivati Securiti Benefic Owned Followin Reporte Transac (Instr. 4)	ve es ially ng ed stion(s)) 500	Ownersh Form: Direct (D) or Indirec (I) (Instr	ip of Indirect Beneficial Ownership ct (Instr. 4)

2. 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.

3. Expiration of unvested options and restricted stock units upon termination of employment.

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5. Each RSU represents a contingent right to receive one share of Berry Petroleum Company Class A Common Stock

6. Expiration of unvested options and restricted stock units upon termination of employment.

7. Expiration of unvested options and restricted stock units upon termination of employment.

- 8. Expiration of unvested options and restricted stock units upon termination of employment.
- 9. Expiration of unvested options and restricted stock units upon termination of employment.
- 10. Expiration of unvested options and restricted stock units upon termination of employment.
- 11. Expiration of unvested options and restricted stock units upon termination of employment.
- 12. Expiration of unvested options and restricted stock units upon termination of employment.
- 13. Expiration of unvested options and restricted stock units upon termination of employment.
- 14. Expiration of unvested options and restricted stock units upon termination of employment.
- 15. Expiration of unvested options and restricted stock units upon termination of employment.

Remarks:

Mr. Goehring's resignation as the Company's Executive Vice President and as an employee ended on 12-30-2008 as previously announced. His unvested options and RSU's were cancelled effective that date. His vested options are exercisable until 08-30-2008.

** 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.