

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

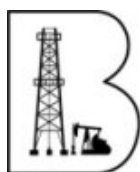
Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 19, 2008



**BERRY PETROLEUM COMPANY**

(Exact Name of Registrant as Specified in its Charter)

**DELAWARE**  
(State or Other Jurisdiction of  
Incorporation or Organization)

**1-9735**  
(Commission File Number)

**77-0079387**  
(IRS Employer  
Identification Number)

**1999 BROADWAY, DENVER, CO**  
(Address of Principal Executive Offices)

**80220**  
(Zip Code)

Registrant's telephone number, including area code: **(303) 999-4400**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01 Other Events**

Between December 8, 2008 and December 18, 2008, Berry Petroleum Company (the "Company") entered into crude oil swaps totaling 10,000 barrels per day for 2009 at a weighted average price of \$54.32 NYMEX West Texas Intermediate (NYMEX WTI), contemporaneously extinguishing existing crude oil collars of 10,000 barrels per day for 2009 with a floor and ceiling price of \$47.50 and \$70.00 NYMEX WTI, respectively. Additionally, between December 9, 2008 and December 16, 2008, the Company entered into interest rate swaps based on one-month LIBOR at a weighted average fixed rate of 2.38%, with beginning dates of April 15, 2009 and September 15, 2009 and a maturity date of July 15, 2012, on \$175 million of outstanding borrowings under its revolving credit facility. Please refer to the hedging summary table located at <http://www.bry.com/index.php?page=hedging> on the Company's website at [www.bry.com](http://www.bry.com).

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereto duly authorized.

**BERRY PETROLEUM COMPANY**

By:

*/s/ Kenneth A. Olson*

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Kenneth A. Olson  
Corporate Secretary

Date: December 19, 2008