

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

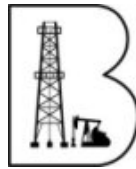
Washington, D.C. 20549

**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): June 8, 2006 (June 7, 2006)



**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)

**5201 TRUXTUN AVE., STE. 300, BAKERSFIELD, CA**  
(Address of Principal Executive Offices)

**93309**  
(Zip Code)

Registrant's telephone number, including area code: **(661) 616-3900**

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 1.01**

**Entry Into A Material Definitive Agreement**

On June 8, 2006, Berry Petroleum Company issued a news release announcing that Berry Petroleum Company (NYSE:BRY) had entered into a definitive agreement with EnCana Oil & Gas (USA) Inc. (NYSE:ECA) to jointly develop a portion of EnCana's North Parachute Ranch property in the Piceance Basin of western Colorado. Berry will fund the drilling of 90 natural gas wells on EnCana's valley lands and will acquire 4,300 gross acres elsewhere in the North Parachute Ranch property with a working interest of 95% and a net revenue interest of 79%.

The information contained in the press release is incorporated herein by reference and furnished as Exhibit 99.1.

**Item 9.01**

**Financial Statements and Exhibits**

(c) Exhibits

99.1 News Release by Berry Petroleum Company dated June 8, 2006 titled "Berry Petroleum Company Expands Piceance Basin Asset Base."

**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.

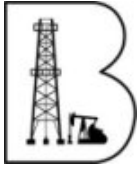
**BERRY PETROLEUM COMPANY**

By: /s/ Kenneth A. Olson

Kenneth A. Olson

Corporate Secretary

Date: June 8, 2006



## News Release

### Berry Petroleum Company

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Bakersfield, California 93309-0640

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### BERRY PETROLEUM EXPANDS PICEANCE BASIN ASSET BASE

**Bakersfield, CA - June 8, 2006** - Berry Petroleum Company (NYSE:BRY) announced that it has entered into a definitive agreement with EnCana Oil & Gas (USA) Inc. (NYSE:ECA) to jointly develop a portion of EnCana's North Parachute Ranch property in the Piceance Basin of western Colorado. Berry will fund the drilling of 90 natural gas wells on EnCana's valley lands and will acquire 4,300 gross acres elsewhere in the North Parachute Ranch property with a working interest of 95% and a net revenue interest of 79%.

Robert F. Heinemann, president and chief executive officer of Berry said, "We are excited to have the opportunity to expand our reserves and drilling inventory in the prolific Piceance Basin. Berry's asset base is rapidly becoming balanced between natural gas and crude oil. The Company estimates it now has proved and probable reserves of almost 850 billion cubic feet of natural gas equivalent in this basin when combined with the Grand Valley field acquisition completed earlier this year. This project has the size and scale to materially grow Berry's natural gas production in the Rockies. With an inventory of 400 drilling locations, Berry plans to invest over \$750 million of development capital over the next several years in this opportunity alone."

Dan Anderson, vice president of Rocky Mountain production added, "We are pleased to partner with EnCana on this joint development project and look forward to maximizing the production and reserves from this new asset. In addition to the capital for the 90 participation wells, Berry will invest \$24 million in 2006 to drill and complete wells on the Company's acquired acreage. We have two rigs available to start drilling in July and anticipate having a total of six rigs in 2006 as part of a continuous drilling program in the basin. We expect the productivity of the North Parachute Ranch wells to be comparable to wells in our adjacent Grand Valley project. Initial natural gas production from these wells ranges from 1.3 million to 2 million cubic feet per day."

#### About Berry Petroleum Company

Berry Petroleum Company is a publicly traded independent oil and gas production and exploitation company with its headquarters in Bakersfield, California and a regional office in Denver, Colorado.

#### Safe harbor under the "Private Securities Litigation Reform Act of 1995"

Any statements in this news release that are not historical facts are forward-looking statements that involve risks and uncertainties. Words such as "will," "plans," "estimates," "expect," "anticipate," and forms of those words and others indicate forward-looking statements. Important factors which could affect actual results are discussed in *PART 1, Item 1A. Risk Factors* of Berry's 2005 Form 10-K filed with the Securities and Exchange Commission, under the heading "Other Factors Affecting the Company's Business and Financial Results" in the section titled "Management's Discussion and Analysis of Financial Condition and Results of Operations."

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