

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person*</b> <u>JAMIESON THOMAS J</u>  (Last) (First) (Middle) <u>C/O BERRY PETROLEUM COMPANY</u> <u>5201 TRUXTUN AVE., SUITE 300</u>  (Street) <u>BAKERSFIELD CA 93309</u>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>BERRY PETROLEUM CO [ BRY ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  <input checked="" type="checkbox"/> Director 10% Owner  Officer (give title below) Other (specify below)
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>12/15/2005</u>	
	<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>	<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person  Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Class A Common Stock							16,900	I	Owned by corporation	
Class A Common Stock							6,000	D		

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

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Phantom Stock Units <sup>(2)(3)</sup>	\$0 <sup>(1)</sup>							08/08/1988 <sup>(2)</sup>	08/08/1988 <sup>(3)</sup>	Class A Common Stock	13,456	13,456	D	
Non-Statutory Stock Option (NSO) <sup>(4)</sup>	\$13.75							12/02/1996	12/02/2006	Class A Common Stock	3,000	3,000	D	
Non-Statutory Stock Option (NSO) <sup>(4)</sup>	\$18.94							05/15/1998	12/02/2007	Class A Common Stock	5,000	5,000	D	
Non-Statutory Stock Option (NSO) <sup>(4)</sup>	\$12.625							12/02/1998	12/02/2008	Class A Common Stock	5,000	5,000	D	
Non-Statutory Stock Option (NSO) <sup>(4)</sup>	\$14.0625							12/02/1999	12/02/2009	Class A Common Stock	5,000	5,000	D	
Non-Statutory Stock Option (NSO) <sup>(4)</sup>	\$15.69							12/02/2000	12/02/2010	Class A Common Stock	5,000	5,000	D	
Non-Statutory Stock Option (NSO) <sup>(4)</sup>	\$15.45							12/02/2001	12/02/2011	Class A Common Stock	5,000	5,000	D	

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

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Statutory Stock Option (NSO) <sup>(4)</sup>	\$16.14							12/02/2002	12/02/2012	Class A Common Stock	5,000		5,000	D	
Non-Statutory Stock Option (NSO) <sup>(4)</sup>	\$19.22							12/02/2003	12/02/2013	Class A Common Stock	5,000		5,000	D	
Non-Statutory Stock Option (NSO) <sup>(4)</sup>	\$43.54							12/02/2004	12/02/2014	Class A Common Stock	5,000		5,000	D	
Non-Statutory Stock Option (NSO) <sup>(4)</sup>	\$61.29	12/15/2005		A <sup>(5)</sup>		5,000		12/15/2005	12/15/2015	Class A Common Stock	5,000	\$0 <sup>(5)</sup>	5,000	D	

**Explanation of Responses:**

- 1 for 1
- Phantom Stock Units acquired under the Company's Non-Employee Director Deferred Stock and Compensation Plan in a transaction exempt under Rule 16b-3(c). Shares are exercisable under the terms of the Plan upon resignation from the Board.
- Phantom Stock Units acquired under the Company's Non-Employee Director Deferred Stock and Compensation Plan in a transaction exempt under Rule 16b-3(c). Shares expire under the terms of the Plan upon resignation from the Board.
- NSO - Right to buy Berry Petroleum Company Class A Common Stock
- Grant of Nonstatutory Stock Option under the Company's 2005 Equity Incentive Plan in a transaction exempt under Rule 16b-3(c). Shares vest at 25% annually from date of grant.

**Remarks:**

Kenneth A. Olson under POA      12/16/2005  
for Thomas J. Jamieson

\*\* 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.**