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BERRY PETROLEUM CO  
Form 8-K  
November 24, 2004

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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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) November 23, 2004

Berry Petroleum Company  
(Exact name of registrant as specified in its charter)

|                 |              |                    |
|-----------------|--------------|--------------------|
| Delaware        | 1-9735       | 77-0079387         |
| (State or other | (Commission  | IRS Employer       |
| jurisdiction of | File Number) | Identification No. |
| incorporation)  |              |                    |

5201 Truxtun Avenue, Suite 300 Bakersfield, CA 93309  
(Address of principal executive offices)

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

N/A  
(Former name or former address, if changed since last report)

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Item 1.01. Entry into a Material Definitive Agreement.

On November 23, 2004, Berry Petroleum Company (Berry) entered into an option agreement with Brian Rehkopf, Vice President of Engineering of Berry, granting options on 20,000 shares of Berry's Class A Common Stock at the closing price of \$43.16 per share, vesting over four years at 5,000 shares per year. A copy of the option agreement is attached hereto as Exhibit 99.

SIGNATURE

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 thereunto duly authorized.

BERRY PETROLEUM COMPANY

By /s/ Kenneth A. Olson  
Name: Kenneth A. Olson  
Title: Corporate Secretary/Treasurer

November 24, 2004

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