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PYRAMID OIL CO  
Form 8-K  
August 23, 2006

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SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 8-K

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

August 15, 2006  
(Date of Report - date of earliest event reported)

Commission File Number 0-5525

PYRAMID OIL COMPANY  
(Exact name of registrant as specified in its charter)

CALIFORNIA  
(State or other jurisdiction of  
incorporation or organization)

94-0787340  
(IRS Employer  
Identification No.)

2008 - 21ST. STREET  
BAKERSFIELD, CALIFORNIA  
(Address of principal executive offices)

93301  
(Zip Code)

(661) 325-1000  
(Registrant's telephone number, including area code)

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 240.14e-4(c))

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Section 8 - Other Events

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### Item 8.01 Other Events

#### PYRAMID OIL COMPANY ANNOUNCES ITS MOVE TO THE AMERICAN STOCK EXCHANGE (AMEX) AND SECOND QUARTER RESULTS

John H. Alexander, President and CEO of Pyramid Oil Company (OTC Bulletin Board: PYOL) announced today that its common stock has been approved for listing on the American Stock Exchange (AMEX). Pyramid Oil Company's common stock is scheduled to begin trading on the AMEX under the ticker symbol PDO, on Monday August 21, 2006. The approval is contingent upon the Company being in compliance with all applicable listing standards on the date it begins trading on the Exchange and may be rescinded if the Company is not in compliance with such standards.

Pyramid Oil Company's net income for the second quarter of 2006 was \$371,229 or \$0.10 per (diluted) share, up 39% over second quarter 2005 net income of \$266,819.

Net income for the first six months of 2006 was \$649,832 or \$0.17 per (diluted) share, up 35% over the first six months of 2005.

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#### 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, thereunto duly authorized.

PYRAMID OIL COMPANY  
(Registrant)

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Dated: August 15, 2006

JOHN H. ALEXANDER  
By: -----  
John H. Alexander  
President and  
Chief Executive Officer