

GREGORY MICHAEL D  
 Form 3  
 December 21, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|   |   |   |   |   |  |
|---|---|---|---|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â GREGORY MICHAEL D</p> <p>(Last) (First) (Middle)</p> <p>4550 CALIFORNIA AVE #600</p> <p>(Street)</p> <p>BAKERSFIELD,Â CAÂ 93309</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>11/01/2009</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>TRI VALLEY CORP [TIV]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br/> <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br/>                 (give title below) (specify below)<br/>                 Controller</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person<br/> <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|---|---|---|--|

**Table I - Non-Derivative Securities Beneficially Owned**

|  |  |   |  |
|--|--|---|--|
| <p>1. Title of Security<br/>(Instr. 4)</p> | <p>2. Amount of Securities Beneficially Owned<br/>(Instr. 4)</p> | <p>3. Ownership Form:<br/>Direct (D)<br/>or Indirect (I)<br/>(Instr. 5)</p> | <p>4. Nature of Indirect Beneficial Ownership<br/>(Instr. 5)</p> |
|--|--|---|--|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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 control number.**

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

|   |   |  |   |  |  |
|---|---|--|---|--|--|
| <p>1. Title of Derivative Security<br/>(Instr. 4)</p> | <p>2. Date Exercisable and Expiration Date<br/>(Month/Day/Year)</p> <p>Date Exercisable Expiration Date</p> | <p>3. Title and Amount of Securities Underlying Derivative Security<br/>(Instr. 4)</p> <p>Title Amount or Number of Shares</p> | <p>4. Conversion or Exercise Price of Derivative Security</p> | <p>5. Ownership Form of Derivative Security:<br/>Direct (D)<br/>or Indirect (I)<br/>(Instr. 5)</p> | <p>6. Nature of Indirect Beneficial Ownership<br/>(Instr. 5)</p> |
|---|---|--|---|--|--|

|  |                           |            |              |        |         |   |   |
|--|---------------------------|------------|--------------|--------|---------|---|---|
| Stock Option - Right To Buy <sup>(1)</sup> | 10/21/2009 <sup>(2)</sup> | 10/21/2014 | Common stock | 50,000 | \$ 2.83 | D | Â |
|--|---------------------------|------------|--------------|--------|---------|---|---|

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |            |
|--|---------------|-----------|---------|------------|
|  | Director      | 10% Owner | Officer | Other      |
| GREGORY MICHAEL D<br>4550 CALIFORNIA AVE #600<br>BAKERSFIELD, CA 93309 | Â             | Â         | Â       | Controller |

## Signatures

|                      |            |
|----------------------|------------|
| MICHAEL D<br>GREGORY | 12/21/2009 |
|----------------------|------------|

\*\*Signature of Reporting Person                      Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) Incentive stock option granted under Issuer's 2005 Stock Option Plan
  - (2) Vests 5,000 shares 12/31/09; 7,500 shares 4/30/10; 7,500 shares 10/31/10; 7,500 shares 4/30/11; 7,500 shares 10/31/11; 7,500 shares 4/30/12; and 7,500 shares 10/31/12, provided continuous employment with the issuer on the date of vesting

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.