

Starzer Michael R  
Form 3  
December 14, 2011

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

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**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)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Starzer Michael R		(Month/Day/Year)	Bonanza Creek Energy, Inc. [BCEI]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		12/14/2011		
410 17TH STREET,Â SUITE 1500			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
			President & CEO	
				6. Individual or Joint/Group Filing(Check Applicable Line)
				<input checked="" type="checkbox"/> Form filed by One Reporting Person
				<input type="checkbox"/> Form filed by More than One Reporting Person
DENVER,Â COÂ 80202				
(City)	(State)	(Zip)		

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

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	92,067	D	Â
Class A Common Stock	1,903,970	I <u>(1)</u>	Footnote <u>(1)</u>
Class A Common Stock	197,867	I <u>(2)</u>	Footnote <u>(2)</u>
Class B Common Stock <u>(3)</u>	2,500 <u>(3)</u>	D	Â

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)**

## Edgar Filing: Starzer Michael R - Form 3

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

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Starzer Michael R 410 17TH STREET SUITE 1500 DENVER, CO 80202	X		President & CEO	

## Signatures

Chris Humber as  
Attorney-in-Fact

12/14/2011

\*\*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) Includes (i) 1,811,903 shares of Class A common stock ("Shares") over which Mr. Starzer has voting power as sole trustee of the BCEC Investment Trust and (ii) 92,067 Shares held by The Starzer Revocable Living Trust.
  - (2) 197,867 Shares held by Bonanza Creek Employee Holdings, LLC ("BCEH"), over which Messrs. Starzer and Gary Grove exercise joint voting and dispositive control.
- Shares of Class B common stock have been issued in the form of restricted stock subject the following vesting schedule: 1/3 per year for three years following the initial public offering of the Issuer's common stock. Pursuant to the amended and restated certificate of incorporation of the Issuer, immediately prior to the closing of an initial public offering of the Issuer's common stock, all shares of Class B common stock automatically will convert into shares of Class A common stock, at which time each share of Class A common stock will be reclassified as one share of common stock of the Issuer. Shares of common stock previously held as Class B Common Stock will remain subject to 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.