Starzer Michael R Form 4 February 20, 2013

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number: 3235-0287 January 31,

**OMB APPROVAL** 

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: 2005
Estimated average burden hours per

0.5

response...

5. Relationship of Reporting Person(s) to

Issuer

Form 4 or Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

Symbol

1(b).

(Print or Type Responses)

Starzer Michael R

1. Name and Address of Reporting Person \*

			Bonanza Creek Energy, Inc. [BCEI]			BCEI]	(Check all applicable)				
	(First) ANZA CREEK E 17TH STREET,	· · · · · · · · · · · · · · · · · · ·	(Month/	Day/Ye		ransaction			X Director 10% Owner X Officer (give title Other (specify below) President & CEO		
DENVER,	(Street)		Filed(Month/Day/Year)  Applicable Line)  _X_ Form filed by One			One Reporting	int/Group Filing(Check One Reporting Person ore than One Reporting				
(City)	(State)	(Zip)	Tab	ole I - N	on-l	Derivative	Secur	rities Acq	uired, Disposed o	of, or Benefici	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)		Date, if	3. Transa Code (Instr.	8)	4. Securit n(A) or Dis (Instr. 3, 4)	sposed	of (D)	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)
Common Stock	02/11/2013			J	V	73,197 (1)	D	\$ 0 (1)	1,602,753 (2)	I	By the BCEC Investment Trust
Common Stock	02/15/2013			F		7,553 (3)	D	\$ 34.75	367,047 (4)	D	
Common Stock									98,067	I	By the Starzer Revocable Trust

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	e and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration Da	ate	Amou	int of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						]
					(A) or						J
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration	m: .1	or		
						Exercisable	Date	Title	Number		
				C 1 17	(A) (D)				of		
				Code V	(A) (D)				Shares		

#### **Reporting Owners**

Reporting Owner Name / Address			Kelationships	
	<b>D</b> .	100 0	0.00	0

Director 10% Owner Officer Other

Dolotionchine

Starzer Michael R C/O BONANZA CREEK ENERGY, INC. 410 17TH STREET, SUITE 1400 DENVER, CO 80202

X

President & CEO

#### **Signatures**

/s/ Christopher I. Humber as Attorney-in-Fact

02/20/2013

\*\*Signature of Reporting Person

Date

### **Explanation of Responses:**

- \* 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).
- (1) Represents shares formerly held by the BCEC Investment Trust dispersed to beneficiaries of the Trust. Mr. Starzer serves as the sole trustee of the BCEC Investment Trust and did not have a pecuniary interest in the shares distributed by the Trust.
- (2) 1,602,753 shares of common stock held by the BCEC Investment Trust, for which Mr. Starzer serves as sole trustee. Mr. Starzer disclaims beneficial ownership of shares of the BCEC Investment Trust in which he does not have a pecuniary interest.
- (3) Represents shares withheld to satisfy tax obligations upon vesting of restricted common stock.
- (4) Includes (i) 290,923 shares of common stock and (ii) 76,124 shares of restricted common stock 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.

Reporting Owners 2

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