Grove Gary A Form 4/A December 21, 2011

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

2. Issuer Name and Ticker or Trading

OMB Number:

5. Relationship of Reporting Person(s) to

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

subject to Section 16. Form 4 or Form 5 obligations

if no longer

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

Stock (1) (2)

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

Grove Gary	A		Symbol				Issuer		
			Bonanza	Creek E	nergy, Ind	c. [BCE]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of	Earliest Tra	ansaction				
			(Month/Da	ay/Year)			X Director 10% Owner		
410 17TH STREET, SUITE 1500			12/15/2011				X Officer (give title Other (specify below)		
							below) below) Exec VP Engineering & Planning		
	(9.)						2 2		
	(Street)		4. If Amer	ndment, Dat	te Original		6. Individual or Joint/Group Filing(Check		
			Filed(Mon	th/Day/Year))		Applicable Line)		
			12/19/20)11			_X_ Form filed by One Reporting Person		
DENVER, CO 80202							Form filed by More than One Reporting Person		
(City)	(State)	(Zip)							
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecurities .	Acquired, Disposed of, or Beneficially Owned		
1.Title of	2. Transaction Da	ate 2A. Deei	med	3.	4. Securit	ies Acquir	ed 5. Amount of 6. Ownership 7. Nature of	f	
Security	(Month/Day/Yea	ır) Executio	n Date, if	Transactio	on(A) or Dis	sposed of	Securities Form: Direct Indirect		
(Instr. 3)		any		Code	(D)		Beneficially (D) or Beneficial		
		(Month/I	Day/Year)	(Instr. 8)	(Instr. 3, 4	4 and 5)	Owned Indirect (I) Ownership		
							Following (Instr. 4) (Instr. 4)		
						(A)	Reported Transaction(s)		
						or	(Instr. 3 and 4)		
				Code V	Amount	(D) Pr	ce		
Common Stock (1) (2)	12/20/2011			Α	87,566	A \$ (3)	⁾ 223,519 ⁽⁴⁾ D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

Edgar Filing: Grove Gary A - Form 4/A

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						`
					4, and 5)						
					, ,						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
						Lacicisable	Date		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
Grove Gary A				
AAA ASTRIA CERRITORIA				

410 17TH STREET SUITE 1500 DENVER, CO 80202

X

Exec VP Engineering & Planning

Relationships

Signatures

Chris Humber as Attorney-in-Fact

**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).
- This amendment is filed to correct the Form 4 filed on December 19, 2011 that erroneously reported the purchase of 1,000 shares of common stock on December 15, 2011 by Mr. Grove. Mr. Grove did not acquire any shares on that date.
- Pursuant to the second amended and restated certificate of incorporation of the company, immediately prior to the December 20, 2011

 (2) closing of the company's initial public offering of common stock (the "Closing") and after the conversion of the Class B common stock as described in note (3), all of the shares of Class A common stock of the company were reclassified as common stock all of one class.
- (3) Shares resulting from the conversion of 2,000 shares of Class B common stock immediately prior to the Closing. Such shares are issued as restricted stock subject to a three-year vesting schedule with 1/3 of the shares vesting on each anniversary of the Closing.
- (4) Includes (i) 135,953 shares of common stock and (ii) 87,566 shares of common stock subject to the restrictions set forth in note (3).

Remarks:

Exhibit List: Exhibit 24 Power of Attorney

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.

Reporting Owners 2