Starzer Michael R

Form 5	nael K										
February 12	2, 2013										
FORM	1 5							OMB	APPROVAL		
			SECURITIES AND EXCHANGE COM				OMMISSION	OMB Number:	3235-0362		
Check this box if no longer subject			Washington, D.C. 20549					Expires:	January 31,		
to Sectio Form 4 c 5 obligat may con	n 16. or Form ANN tions tinue.		ATEMENT OF CHANGES IN BENE OWNERSHIP OF SECURITIES				FICIAL	2005 I average burs per 1.0			
<i>See</i> Instr 1(b). Form 3 I Reported Form 4 Transact Reported	Filed pur Holdings Section 17(rsuant to Section (a) of the Public 30(h) of the	Utility Holdi	ing Compa	ny A	ct of 1	935 or Sectio	n			
1. Name and Address of Reporting Person <u>*</u> Starzer Michael R			Symbol				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (Bonanza Creek Energy, Inc. [BCEI]				(Check all applicable)				
(Last) (First) (Middle)			3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2012				_X_ Director 10% Owner _X_ Officer (give title Other (specify				
C/O BONANZA CREEK ENERGY, INC., 410 17TH STREET, SUITE 1400)				
	(Street)		4. If Amendment, Date Original 6 Filed(Month/Day/Year)				6. Individual or Joint/Group Reporting (check applicable line)				
DENVER,	CO 80202					-	X_ Form Filed by Form Filed by Person				
(City)	(State)	(Zip) Ta	ble I - Non-De	erivative Sec	urities	s Acqui	ired, Disposed o	f, or Benefici	ally Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			of Issuer's	Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Amount	(A) or (D)	Price	Fiscal Year (Instr. 3 and 4)	(I) (Instr. 4)			
Common Stock	12/24/2012	Â	J	135,953 (1)	D	\$ 0 (1)	1,675,950 (2)	Ι	By the BCEC Investment Trust		
Common Stock	Â	Â	Â	Â	Â	Â	374,600 <u>(3)</u>	D	Â		
Common Stock	Â	Â	Â	Â	Â	Â	98,067	Ι	By the Starzer		

Revocable Trust

(9-02)

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

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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 Exercis	sable and	7. Title an	ıd	8. Price of	9.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration Date	e	Amount o	f	Derivative	of
Security	or Exercise		any	Code	of	(Month/Day/Y	ear)	Underlyin	g	Security	D
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securities	-	(Instr. 5)	Se
	Derivative		-		Securities	5		(Instr. 3 at	nd 4)		В
	Security				Acquired						0
					(A) or						E
					Disposed						Is
					of (D)						Fi
					(Instr. 3,						(I
					4, and 5)						
								Am	nount		
						Data I	Turningtion	or			
						Date H	Expiration	Title Nu	mher		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Starzer Michael R C/O BONANZA CREEK ENERGY, INC. 410 17TH STREET, SUITE 1400 DENVER, CO 80202	ÂX	Â	President & CEO	Â			
Signatures							
/s/ Christopher I. Humber as Attorney-in-Fact	02/	/12/2013					
**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).
- Represents the distribution of shares from the BCEC Investment Trust to a beneficiary of the Trust. Mr. Starzer serves as the sole trustee (1)of the BCEC Investment Trust and did not have a pecuniary interest in the shares distributed by the Trust.
- 1,675,950 shares of common stock held by the BCEC Investment Trust, for which Mr. Starzer serves as sole trustee. Mr. Starzer (2) disclaims beneficial ownership of shares of the BCEC Investment Trust in which he does not have a pecuniary interest.
- (3) Includes (i) 275,142 shares of common stock and (ii) 99,458 shares of restricted common stock subject to vesting.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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