Starzer Michael R Form 5 February 12, 2013

February 12	2, 2013										
FORM	ORM 5						•	OMB APPROVAL			
	_		S SECURITIES AND EXCHANGE COMMISSION					OMB Number:	3235-0362		
Check this box if no longer subject			Washington, D.C. 20549					Expires:	January 31, 2005		
Torm For Form			ATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					Estimated average burden hours per response 1.0			
1(b).	Filed put Holdings Section 170 toons			ng Compa	ny Act	of 1		on			
1. Name and Address of Reporting Person * Starzer Michael R			2. Issuer Name and Ticker or Trading Symbol Bonanza Creek Energy, Inc. [BCEI]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(Month/Day/Year)X1			_X Director	ck all applicable) ———————————————————————————————————						
12/31/2012 C/O BONANZA CREEK ENERGY, INC., 410 17TH STREET, SUITE 1400						_X_ Officer (give title Other (specify below) President & CEO					
	(Street)		4. If Amendment, Date Original 6. Individu Filed(Month/Day/Year)					or Joint/Group Reporting			
DENVER,	CO 80202					_	X_Form Filed by Form Filed by erson				
(City)	(State)	(Zip) T	able I - Non-De	rivative Sec	urities A	Acqui	red, Disposed o	f, or Benefici	ally Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or		5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common Stock	12/24/2012	Â	J	Amount 135,953 (1)	D.	Price \$ 0 (1)	1,675,950 (2)	I	By the BCEC Investment Trust		
Common Stock	Â	Â	Â	Â	Â	Â	374,600 (3)	D	Â		

Â

Common

Stock

Â

Â

Â

Â

98,067

I

By the

Starzer

Revocable Trust

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

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SEC 2270 (9-02)

9. of D S

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Keiationsnips					
	Director	10% Owner	Officer	Other		

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

ÂX Â President & CEO Â

Signatures

/s/ Christopher I. Humber as 02/12/2013 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).
- Represents the distribution of shares from the BCEC Investment Trust to a beneficiary 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.
- 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.

Reporting Owners 2

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