

Starzer Michael R  
Form SC 13G  
February 13, 2012

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

OMB APPROVAL  
OMB Number: 3235-0145  
Expires: February 28, 2009  
Estimated average burden hours per  
response. . . . . 10.4

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934  
(Amendment No. )\***

**Bonanza Creek Energy, Inc.**

(Name of Issuer)

**Common Stock, \$0.001 par value**

(Title of Class of Securities)

**097793103**

(CUSIP Number)

**December 31, 2011**

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 097793103

1. Names of Reporting Persons.  
Michael R. Starzer
2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)
3. SEC Use Only
4. Citizenship or Place of Organization  
United States
- |  |    |   |
|--|----|---|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With: | 5. | Sole Voting Power<br>2,238,503(See Item 4(a) below)         |
|  | 6. | Shared Voting Power<br>97,067 (See Item 4(a) below)         |
|  | 7. | Sole Dispositive Power<br>426,600 (See Item 4(a) below)     |
|  | 8. | Shared Dispositive Power<br>1,908,970 (See Item 4(a) below) |
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
2,335,570
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)  
5.9% (percentage ownership is calculated based on 39,477,584 shares of common stock outstanding as of December 31, 2011)
12. Type of Reporting Person (See Instructions)  
IN

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**Item 1.**

- (a) Name of Issuer:  
Bonanza Creek Energy, Inc.
- (b) Address of Issuer's Principal Executive Offices:  
410 17th Street, Suite 1500  
  
Denver, Colorado 80202

**Item 2.**

- (a) Name of Person Filing:  
Michael R. Starzer
- (b) Address of Principal Business Office or, if none, Residence:  
c/o Bonanza Creek Energy, Inc., 410 17th Street, Suite 1500, Denver, Colorado 80202
- (c) Citizenship:  
United States
- (d) Title of Class of Securities:  
Common Stock, \$0.001 par value
- (e) CUSIP Number:  
097793103

**Item 3.**

- If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**
- (a)  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
  - (b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
  - (c)  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
  - (d)  Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).
  - (e)  An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
  - (f)  An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
  - (g)  A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
  - (h)  A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
  - (i)  A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
  - (j)  Group, in accordance with §240.13d-1(b)(1)(ii)(J).

**Item 4. Ownership.**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

2,335,570 shares, which includes (i) 97,067 shares of common stock held by The Starzer Revocable Living Trust, dated February 26, 1998 (the Starzer Trust ), for which Mr. Starzer and his spouse, Patricia K, Starzer, are trustees and each have independent voting and dispositive power (Mrs. Starzer disclaims beneficial ownership of any other shares for which Mr. Starzer may be deemed to have beneficial ownership); (ii) 1,811,903 shares of common stock held by the BCEC Investment Trust, UTA, dated April 1, 2011 (the BCEC Trust ), for which Mr. Starzer is the sole trustee and has sole voting power but shares dispositive power with the other beneficiaries; and (iii) 426,600 shares of common stock held directly by Mr. Starzer, of which 109,458 were issued as restricted stock subject to a three-year vesting schedule with 1/3 of the shares vesting on each anniversary of the December 20, 2011 closing of Bonanza Creek Energy, Inc. s initial public offering of its common stock.

(b) Percent of class:

5.9% (percentage ownership is calculated based on 39,477,584 shares of common stock outstanding as of December 31, 2011).

(c) Number of shares as to which the person has:

- (i) Sole power to vote or to direct the vote
  - (ii) 2,238,503 shares (See Item 4(a) above).  
Shared power to vote or to direct the vote
  - (iii) 97,067 (See Item 4(a) above)  
Sole power to dispose or to direct the disposition of
  - (iv) 426,600 (See Item 4(a) above)  
Shared power to dispose or to direct the disposition of
- 1,908,970 (See Item 4(a) above)

**Item 5. Ownership of Five Percent or Less of a Class**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following

**Item 6. Ownership of More than Five Percent on Behalf of Another Person.**

Pursuant to the terms of the Starzer Trust, Mrs. Starzer has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of the shares of common stock held by the Starzer Trust. .

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company**

Not applicable.

**Item 8. Identification and Classification of Members of the Group**

Not applicable.

**Item 9. Notice of Dissolution of Group**

Not applicable.

**Item 10.**

Not applicable.

**Certification**

**Signature**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 10, 2012  
Date

/s/ Michael R. Starzer  
Signature

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evaluated the effectiveness of the registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this quarterly report (the "Evaluation Date"); and c) presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date; 5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent function): a) all significant deficiencies in the design or operation of internal controls which could adversely affect the registrant's ability to record, process, summarize and report financial data and have identified for the registrant's auditors any material weaknesses in internal controls; and b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls; and 6. The registrant's other certifying officers and I have indicated in this quarterly report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses. Date: May 13, 2003 /S/ STEVEN C. PRESTON ----- Steven C. Preston Executive Vice President and Chief Financial Officer 29