

Bonanza Creek Energy, Inc.  
 Form 3  
 December 14, 2011

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

|  |         |          |  |  |  |
|--|---------|----------|--|--|--|
| 1. Name and Address of Reporting Person *  |         |          | 2. Date of Event Requiring Statement   | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |  |
| Â D. E. Shaw Synoptic Portfolios 5, L.L.C. |         |          | (Month/Day/Year)   | Bonanza Creek Energy, Inc. [BCEI]                  |  |
| (Last)                                     | (First) | (Middle) | 12/14/2011   |  |  |
| 1166 AVENUE OF THE AMERICAS,Â NINTH FLOOR  |         |          | 4. Relationship of Reporting Person(s) to Issuer   |  |  |
| (Street)                                   |         |          | (Check all applicable)   |  |  |
| NEW YORK,Â NYÂ 10036                       |         |          | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other<br>(give title below)    (specify below)<br>See footnotes 1 and 2. |  |  |
| (City)                                     | (State) | (Zip)    | 5. If Amendment, Date Original Filed(Month/Day/Year)   |  |  |
|  |         |          | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input type="checkbox"/> Form filed by One Reporting Person<br><input checked="" type="checkbox"/> Form filed by More than One Reporting Person                    |  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Class A Common Stock               | 3,763,908  | D <u>(1)</u> <u>(2)</u>   | Â  |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) |
|------------------|-----------------|-------|----------------------------|----------|---------------------------------------|
|------------------|-----------------|-------|----------------------------|----------|---------------------------------------|

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |                        |
|--|---------------|-----------|---------|------------------------|
|  | Director      | 10% Owner | Officer | Other                  |
| D. E. Shaw Synoptic Portfolios 5, L.L.C.<br>1166 AVENUE OF THE AMERICAS<br>NINTH FLOOR<br>NEW YORK, NY 10036 | ^             | ^ X       | ^       | See footnotes 1 and 2. |
| D. E. SHAW & CO, L.P.<br>1166 AVENUE OF THE AMERICAS<br>NINTH FLOOR<br>NEW YORK, NY 10036                    | ^             | ^ X       | ^       | See footnotes 1 and 2. |
| D. E. SHAW & CO, L.L.C.<br>1166 AVENUE OF THE AMERICAS<br>NINTH FLOOR<br>NEW YORK, NY 10036                  | ^             | ^ X       | ^       | See footnotes 1 and 2. |
| SHAW DAVID E<br>120 WEST FORTY-FIFTH STREET<br>39TH FLOOR<br>NEW YORK, NY 10036                              | ^             | ^ X       | ^       | See footnotes 1 and 2. |

## Signatures

|   |            |
|---|------------|
| /s/ Nathan Thomas, Authorized Signatory, D. E. Shaw Synoptic Portfolios 5, L.L.C. | 12/14/2011 |
| __Signature of Reporting Person   | Date       |
| /s/ Nathan Thomas, Chief Compliance Officer, D. E. Shaw & Co., L.P.               | 12/14/2011 |
| __Signature of Reporting Person   | Date       |
| /s/ Nathan Thomas, Authorized Signatory, D. E. Shaw & Co., L.L.C.                 | 12/14/2011 |
| __Signature of Reporting Person   | Date       |
| /s/ Nathan Thomas, Attorney-in-Fact for David E. Shaw                             | 12/14/2011 |
| __Signature of Reporting Person   | Date       |

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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).

The securities reported in this Form 3 are directly held by D. E. Shaw Synoptic Portfolios 5, L.L.C. ("Synoptic"). D. E. Shaw & Co., L.P. ("DESCO LP"), as investment adviser to Synoptic; D. E. Shaw & Co., L.L.C. ("DESCO LLC"), as manager of Synoptic; and Mr. David

(1) E. Shaw ("David E. Shaw") (as president and sole shareholder of D. E. Shaw & Co., Inc., which is the general partner of DESCO LP, and as president and sole shareholder of D. E. Shaw & Co. II, Inc., which is the managing member of DESCO LLC) may be deemed to be the beneficial owners of the securities reported in this Form 3 for purposes of Rule 16a-1(a) of the Securities Exchange Act of 1934.

(2)

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In accordance with instruction 5(b)(iv), the entire number of shares of Common Stock of the Issuer that may be deemed to be beneficially owned by Synoptic, DESCO LP, and DESCO LLC is reported herein. Each of DESCO LP, DESCO LLC, and David E. Shaw disclaims any beneficial ownership of any security listed in this Form 3, except to the extent of any pecuniary interest therein.

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.