Bonanza Creek Energy, Inc.

Form 4

April 26, 2017

FORM 4

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:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

Jaques Wade E			Symbol				g	Issuer		
			Bonanza Creek Energy, Inc. [BCEI]				CEI]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction							
410 17TH STREET, SUITE 1400			(Month/Day/Year) 04/24/2017					Director 10% OwnerX Officer (give title Other (specify below) VP, Chief Accounting Officer		
(Street) 4.			4. If Ame	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check		
DENVER, CO 80202			Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ear) Execution	emed on Date, if /Day/Year)	3. Transactio Code (Instr. 8)	4. Securit on(A) or Dis (Instr. 3, 4	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
C				Code V	Amount	(D)	Price	(1113tr. 3 and 4)		
Common Stock	04/24/2017			M	3,507	A	<u>(1)</u>	35,023	D	
Common Stock	04/24/2017			F	1,257 (2)	D	\$ 0.87	33,766	D	
Common Stock	04/24/2017			M	25,218	A	<u>(3)</u>	58,984	D	
Common Stock	04/24/2017			F	9,402 (4)	D	\$ 0.87	49,582	D	
Common Stock	04/24/2017			F	619 (5)	D	\$ 1.13	48,963	D	

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Common Stock 04/24/2017 F 976 (5) D \$ 47,987 D

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

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SEC 1474

(9-02)

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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Shares	(1)	04/24/2017		M	3,507	<u>(1)</u>	<u>(1)</u>	Common Stock	3,507
LTIP Units	<u>(3)</u>	04/24/2017		M	25,218	(3)	(3)	Common Stock	25,218

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting Owner Nume / Numess	Director	10% Owner	Officer	Other			
Jaques Wade E 410 17TH STREET SUITE 1400 DENVER, CO 80202			VP, Chief Accounting Officer				

Signatures

/s/ Roberta L. Louis, Attorney-in-fact for Wade E.

Jaques

**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).
- (1) Each performance share represented a contingent right to receive between 0% and 200% of a share based on the level of attainment of the applicable performance goal. The award was settled in shares on April 24, 2017.

Reporting Owners 2

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- (2) Represents shares withheld to satisfy tax withholding obligations arising on settlement of the performance shares referenced in footnote 1.
- Each LTIP unit represents a contingent right to receive one share based on the level of attainment of the applicable performance goal. (3) One-third of the award was settled in shares on April 24, 2017. The remaining two-thirds of the award is scheduled to vest in equal
- (4) Represents shares withheld to satisfy tax withholding obligations arising on settlement of the LTIP units referenced in footnote 3.
- (5) Represents shares withheld to satisfy tax withholding obligations arising on vesting of restricted stock on March 15, 2017.

installments on March 15, 2018 and March 15, 2019.

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.