

Boland Gregory A.  
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 and Ticker or Trading Symbol	
WEST FACE CAPITAL INC.			(Month/Day/Year)		Bonanza Creek Energy, Inc. [BCEI]	
(Last)	(First)	(Middle)	12/14/2011		4. Relationship of Reporting Person(s) to Issuer	
2 BLOOR STREET					5. If Amendment, Date Original Filed(Month/Day/Year)	
EAST, SUITE 810						
(Street)						
TORONTO, A6 M4W 1A8						
(City)	(State)	(Zip)				

(Check all applicable)

<input type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
<input type="checkbox"/> Officer	<input type="checkbox"/> Other	
(give title below) (specify below)		

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

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	13,578,275	I (1)	See footnote (1) (2)
Class A Common Stock	7,587,859	I (1)	See footnote (2)

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WEST FACE CAPITAL INC. 2 BLOOR STREET EAST SUITE 810 TORONTO, ON M4W 1A8	X			
Boland Gregory A. 2 BLOOR STREET EAST SUITE 810 TORONTO, ON M4W 1A8		X		

## Signatures

/s/ Alexander A. Singh, Counsel & Secretary  
 Date: 12/14/2011  
 Signature of Reporting Person: \_\_\_\_\_

## 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).
- (1) These shares are held directly by Project Black Bear LP ("Black Bear"), which is an entity managed by West Face Capital Inc. ("West Face"). The general partner of Black Bear, Project Black Bear GP LLC, a Delaware limited liability company, has delegated voting and investment power over the shares held by Black Bear to West Face, pursuant to an advisory agreement. Voting and investment decisions of West Face are made by its Co-Chief Investment Officers, Gregory Boland, President and Chief Executive Officer of West Face, and Peter Fraser, each of whom, as well as West Face, disclaims beneficial ownership of any shares held by Black Bear except to the extent of any pecuniary interest therein.
- (2) These shares are held by Her Majesty the Queen in Right of the Province of Alberta, as represented by Alberta Investment Management Corporation ("AIMCo"), over which West Face may exercise voting power pursuant to an investment management agreement between West Face and AIMCo, on behalf of its clients. This investment management agreement may be terminated upon 90 days prior written notice or immediately in certain circumstances, at which time West Face would no longer be deemed to exercise control over the common stock held by certain clients of AIMCo. Voting and investment decisions of West Face are made by its Co-Chief Investment Officers, Gregory Boland, President and Chief Executive Officer of West Face, and Peter Fraser, each of whom, as well as West Face, disclaims beneficial ownership of any shares held by Her Majesty the Queen in Right of the Province of Alberta 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.