

Edgar Filing: RIVIERA HOLDINGS CORP - Form 8-K

RIVIERA HOLDINGS CORP  
Form 8-K  
June 28, 2006

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

Form 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities and Exchange Act of 1934

Date of Report (Date of earliest event reported): June 28, 2006

RIVIERA HOLDINGS CORPORATION  
(Exact name of registrant as specified in its charter)

Nevada  
(State or other  
jurisdiction of  
corporation)

000-21430  
(Commission File  
Number)

88-0296885  
(IRS Employer  
Identification No.)

2901 Las Vegas Boulevard  
Las Vegas, Nevada  
(Address of principal executive offices)

89109  
(Zip code)

Registrant's telephone number,  
including area code (702) 794-9237

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(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Section 8 - Other Events

Item 8.01 Other Events.

Riviera Holdings Corporation ("Riviera") has set July 7, 2006 as the record date for its 2006 annual meeting of shareholders ("Annual Meeting") and August 8, 2006 as the date for the Annual Meeting. Only holders of record of Riviera's common stock at the close of business on July 7, 2006 will be entitled to notice of, and to vote at, the Annual Meeting. At the Annual Meeting, Riviera's shareholders will vote on, among other matters, the April 5, 2006 Agreement and Plan of Merger (the "Merger Agreement"), which provides for the acquisition of Riviera by Riv Acquisition Holdings Inc. through a cash merger.

On June 28, 2006, Riviera issued a press release reporting the Annual Meeting date, record date and certain related matters. A copy of that press release is in Exhibit 99 hereto.

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Section 9 - Financial Statements and Exhibits

Section 9.01 Financial Statements and Exhibits

- (a) Not applicable.
- (b) Not applicable.
- (c) Not applicable.
- (d) Exhibits: Exhibit 99 - Riviera Holdings Corporation press release dated June 28, 2006.

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 28, 2006

RIVIERA HOLDINGS CORPORATION

By: /s/ Tullio Marchionne  
Tullio Marchionne  
Secretary