

RIVIERA HOLDINGS CORP
Form POS AM
April 15, 2015

As filed with the Securities and Exchange Commission on April 15, 2015
Registration No. 033-67206

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

POST-EFFECTIVE AMENDMENT NO. 4
to
FORM S-1
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

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

| | | |
|---|---|---|
| Nevada | 7011 | 88-0296886 |
| (State or other jurisdiction of incorporation or organization) | (Primary Standard Industrial Classification Code Number) | (I.R.S. Employer Identification No.) |

2901 Las Vegas Boulevard South
Las Vegas, Nevada 89109
(702) 794-9237
(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

Tullio Marchionne
2901 Las Vegas Boulevard South
Las Vegas, Nevada 89109
(720) 734-5110
(Address, including zip code, and telephone number, including area code, of agent for service)

Copies to:
Rikard Lundberg, Esq.
Brownstein Hyatt Farber Schreck, LLP
410 17th Street, Suite 2200
Denver, CO 80202

(303) 223-1100

Approximate date of commencement of the proposed sale of the securities to the public: Not Applicable

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933 check the following box.

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer Accelerated filer

Non-accelerated filer (Do not check if a smaller reporting company) Smaller reporting company

DEREGISTRATION OF UNSOLD SECURITIES

On August 11, 1993, Riviera Holdings Corporation (the "Company") filed with the Securities and Exchange Commission (the "Commission") a registration statement on Form S-1, Registration No. 33-67206 (as amended on August 19, 1993 and September 1, 1993, and post-effectively amended on October 27, 1994, June 16, 1995 and July 8, 1996, the "Registration Statement"), to register the Company's 11% First Mortgage Notes Due December 31, 2002 (the "First Mortgage Notes"), to be sold from time to time by the holders of \$76,552,000 principal amount of the First Mortgage Notes. The First Mortgage Notes were issued on June 30, 1993 by the Company as part of a total issue of \$100,000,000 aggregate principal amount of First Mortgage Notes.

In accordance with an undertaking in Item 17 under Part II of the Registration Statement to remove from registration by means of a post-effective amendment any of the securities which remain unsold at the termination of the offering, the Company hereby removes from registration any and all securities registered under the Registration Statement that remain unsold.

SIGNATURES

Pursuant to the requirements of the Securities Act, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Las Vegas, State of Nevada, on April 15, 2015.

Riviera Holdings Corporation

/s/ Robert James Kunkle
 By: Robert James Kunkle
 President (Principal Executive Officer)

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|--|---|----------------|
| Barry S. Sternlicht | Chairman of the Board | April __, 2015 |
| /s/ Robert James Kunkle Robert James Kunkle | President (Principal Executive Officer) | April 15, 2015 |
| /s/ Marcos Alvarado Marcos Alvarado | Director | April 15, 2015 |
| /s/ Robert Scoville Rovert Scoville | Director | April 15, 2015 |
| /s/ Derek J. Stevens Derek J. Stevens | Director | April 15, 2015 |
| /s/ Michael Pearse Michael Pearse | Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) | April 15, 2015 |