

DIVITO VINCENT L
Form 4
April 05, 2011

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
DIVITO VINCENT L

2. Issuer Name and Ticker or Trading Symbol
RIVIERA HOLDINGS CORP
[RVHLQ.PK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2901 LAS VEGAS BOULEVARD
SOUTH

3. Date of Earliest Transaction
(Month/Day/Year)
04/01/2011

Director 10% Owner
 Officer (give title below) Other (specify below)

(Street)
LAS VEGAS, NV 89109

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 04/01/2011 | | J(1) | 4,100 (1) (2) D \$ 0 (1) | 0 (1) | D | |
| Common Stock | 04/01/2011 | | J(1) | 2,000 (1) D \$ 0 (1) | 0 (1) | I (3) | By Profit Sharing Plan FBO Vincent L. DiVito (3) |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form

SEC 1474 (9-02)

displays a currently valid OMB control number.

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. Transaction Code (Instr. 8) | 5. Number of Derivative 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 Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Option (Right-to-Buy) | \$ 1.87 | 04/01/2011 | | J ⁽¹⁾ | 6,000 <u>(1)</u> | 07/12/2003 07/12/2012 | Common Stock | 6,000 |
| Option (Right-to-buy) | \$ 1.87 | 04/01/2011 | | J ⁽¹⁾ | 6,000 <u>(1)</u> | 05/12/2004 05/12/2013 | Common Stock | 6,000 |
| Option (Right-to-buy) | \$ 21.6 | 04/01/2011 | | J ⁽¹⁾ | 6,000 <u>(1)</u> | 05/22/2007 05/22/2016 | Common Stock | 6,000 |
| Option (Right-to-buy) | \$ 36.56 | 04/01/2011 | | J ⁽¹⁾ | 6,000 <u>(1)</u> | 05/17/2008 05/17/2017 | Common Stock | 6,000 |
| Option (Right-to-buy) | \$ 15.35 | 04/01/2011 | | J ⁽¹⁾ | 6,000 <u>(1)</u> | 05/19/2009 05/19/2018 | Common Stock | 6,000 |
| Option (Right-to-buy) | \$ 1.48 | 04/01/2011 | | J ⁽¹⁾ | 6,000 <u>(1)</u> | 05/17/2010 05/17/2019 | Common Stock | 6,000 |
| Option (Right-to-buy) | \$ 0.339 | 04/01/2011 | | J ⁽¹⁾ | 6,000 <u>(1)</u> | 05/17/2011 05/17/2020 | Common Stock | 6,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DIVITO VINCENT L
2901 LAS VEGAS BOULEVARD SOUTH X
LAS VEGAS, NV 89109

Signatures

/s/ Vincent L.
DiVito 04/01/2011

**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) On April 1, 2011, the reporting person's common stock and options were cancelled upon the Issuer's emergence from bankruptcy proceedings under Chapter 11 of the United States Bankruptcy Code.
- (2) Since the reporting person's last ownership report, he transferred 500 shares of the Issuer's common stock to his ex-wife pursuant to a domestic relations order. The reporting person disclaims beneficial ownership of any securities owned by his ex-wife.
- (3) The reporting person is the sole trustee and beneficiary of the Profit Share Plan FBO Vincent L. DiVito.

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.