

AV Homes, Inc.  
Form 8-K  
April 05, 2013

**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 Exchange Act of 1934**

**Date of Report (Date of Earliest Event Reported): April 5, 2013**

**AV Homes, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of

incorporation)

**001-07395**  
(Commission File Number)

**8601 N. Scottsdale Rd. Suite 225**

**23-1739078**  
(I.R.S. Employer Identification No.)

**85253**

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**Scottsdale, Arizona**  
(Address of principal executive offices)

(Zip Code)

**Registrant's telephone number, including area code: (480) 214-7400**

**Not Applicable**

**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))

**Item 1.01 Entry into a Material Definitive Agreement.**

On April 5, 2013, AV Homes, Inc. (the Company ) entered into an amendment (the Amendment ) to the existing Registration Rights Agreement, dated October 25, 2010, by and among the Company and certain shareholders (the Registration Rights Agreement ).

The Amendment, which was entered into in connection with the recent filing of the Company s universal shelf registration statement, defers certain of the Company s obligations under the Registration Rights Agreement until the earlier of first anniversary of the Amendment or 180 days following the effectiveness of the first registration statement filed by the Company on or after the date of the Amendment.

The foregoing description of the Amendment does not purport to be complete and is qualified in its entirety by reference to the full text of such document, which is filed hereto as Exhibit 10.1 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**  
**(d) Exhibits**

<b>Exhibit No.</b>	<b>Description</b>
10.1	First Amendment, dated April 5, 2013, to Registration Rights Agreement dated October 25, 2010

**SIGNATURES**

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.

**AV Homes, Inc.**

Date: April 5, 2013

By: /s/ Roger Cregg  
Name: Roger Cregg  
Title: Director, President, and Chief Executive Officer  
(Principal Executive Officer)

**Exhibit Index**

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