

AZTAR CORP
Form 4
January 04, 2007

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 *
ARMSTRONG NELSON W JR

(Last) (First) (Middle)

AZTAR CORPORATION, 2390 E. CAMELBACK RD., SUITE 400

(Street)

PHOENIX, AZ 85016

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
AZTAR CORP [AZR]

3. Date of Earliest Transaction (Month/Day/Year)
01/03/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
VP Admin & Secretary

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

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 Indirect Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Aztar Common Stock	01/03/2007		D		1,000	D	\$ 54.3996 (1)

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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 Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Aztar Stock Option Right to Purchase Aztar Common Stock	\$ 7.25	01/03/2007		D	6,666	05/06/2002 05/06/2009	Aztar Common Stock	6,666	
Aztar Stock Option Right to Purchase Aztar Common Stock	\$ 9.8125	01/03/2007		D	33,000	09/15/2002 09/15/2009	Aztar Common Stock	33,000	
Aztar Stock Option Right to Purchase Aztar Common Stock	\$ 11.6875	01/03/2007		D	20,000	05/10/2003 05/10/2010	Aztar Common Stock	20,000	
Aztar Stock Option Right to Purchase Aztar Common Stock	\$ 13.24	01/03/2007		D	20,000	05/09/2004 05/09/2011	Aztar Common Stock	20,000	
Aztar Stock Option Right to Purchase Aztar	\$ 22.15	01/03/2007		D	20,000	05/08/2005 05/08/2012	Aztar Common Stock	20,000	

Common
Stock

Aztar
Stock
Option
Right to
Purchase
Aztar
Common
Stock

\$ 15.71 01/03/2007

D

20,000 05/14/2006 05/14/2013

Aztar
Common
Stock

20,000

Aztar
Stock
Option
Right to
Purchase
Aztar
Common
Stock

\$ 24.39 01/03/2007

D

20,000 01/03/2007⁽²⁾ 05/13/2014

Aztar
Common
Stock

20,000

Aztar
Stock
Option
Right to
Purchase
Aztar
Common
Stock

\$ 30.9 01/03/2007

D

20,000 01/03/2007⁽²⁾ 05/11/2015

Aztar
Common
Stock

20,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

ARMSTRONG NELSON W JR
AZTAR CORPORATION
2390 E. CAMELBACK RD., SUITE 400
PHOENIX, AZ 85016

VP Admin & Secretary

Signatures

/s/ N. W.

Armstrong

01/03/2007

**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) As a result of the completed merger of Aztar Corporation with Columbia Entertainment, a subsidiary of Columbia Sussex Corporation, Aztar's common stock was converted into a right to receive \$54.00 in cash plus an additional \$0.00888 in cash per day, beginning on

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November 20, 2006, if the merger was not consummated by November 19, 2006.

- Each stock option outstanding under the Aztar Stock Plans was converted into a right to receive an amount in cash equal to \$54.00 plus an
- (2) additional \$0.00888 per day beginning November 20, 2006 less the exercise price. All unvested options became vested on the day of the merger.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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