

VAIL RESORTS INC
Form 8-K
December 23, 2005

**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): December 21, 2005

Vail Resorts, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction
of incorporation)

1-9614

(Commission
File Number)

51-0291762

(IRS Employer
Identification No.)

137 Benchmark Road Avon, Colorado

(Address of principal executive offices)

81620

(Zip Code)

Registrant's telephone number, including area code:

(970) 845-2500

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
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act

Item 1.01 Entry into a Material Definitive Agreement

On December 21, 2005, JHL&S LLC, a limited liability company owned by wholly owned subsidiaries of Vail Resorts, Inc., (the "Company") entered into an agreement to sell the assets constituting Snake River Lodge & Spa (the "Hotel") for \$32.5 million to an investment group led by Lodging Capital Partners, a private, Chicago-based hospitality investment firm ("LCP"). The sale price is subject to adjustment based on certain provisions of the agreement and the transaction is scheduled to close in January 2006, subject to certain closing conditions. After the transaction is completed, the hotel will retain its current name and continue to be branded as a RockResort, through 2021, under a 15-year management contract with LCP.

Item 8.01. Other Events.

On December 22, 2005, the Company issued a press release announcing the sale of Snake River Lodge & Spa. The press release is attached as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits. The following exhibits are filed herewith:

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated December 22, 2005

SIGNATURE

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.

Dated: December 23, 2005

Vail Resorts, Inc.

By: /s/ Jeffrey W. Jones
Jeffrey W. Jones
Senior Vice President
and Chief Financial
Officer