

BEAZER HOMES USA INC
Form SC 13G/A
February 14, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 1)*

Beazer Homes USA Inc.

(Name of Issuer)

Common Stock, \$0.001 par value

(Title of Class of Securities)

07556Q105

(CUSIP Number)

December 31, 2011

(Date of Event which Requires Filing of this Statement)

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Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page. The information required in the remainder of this cover page shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes)

1. Name of Reporting Persons:

GSO Capital Partners LP

2. Check the Appropriate Box if a Member of a Group (see instructions)

(a) (b)

3. SEC Use Only

4. Citizenship or Place of Organization:

Cayman Islands, British West Indies

5. Sole Voting Power:

NUMBER OF

3,500,000

SHARES

6. Shared Voting Power:

BENEFICIALLY

OWNED BY

-0-

EACH

7. Sole Dispositive Power:

REPORTING

PERSON

3,500,000

8. Shared Dispositive Power:

WITH

-0-

9. Aggregate Amount Beneficially Owned by Each Reporting Person:

3,500,000

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9):

4.6%*

12. Type of Reporting Person (See Instructions):

IA; PN

* The calculation of the foregoing percentage is based on 76,407,279 shares of common stock outstanding as of December 12, 2011, as reported in the Beazer Homes USA Inc. Proxy Statement on Schedule 14A as filed on December 22, 2011.

1. Name of Reporting Persons:

Bennett J. Goodman

2. Check the Appropriate Box if a Member of a Group (see instructions)

(a) (b)

3. SEC Use Only

4. Citizenship or Place of Organization:

United States

5. Sole Voting Power:

NUMBER OF

-0-

SHARES

6. Shared Voting Power:

BENEFICIALLY

OWNED BY

3,500,000

EACH

7. Sole Dispositive Power:

REPORTING

PERSON

-0-

8. Shared Dispositive Power:

WITH

3,500,000

9. Aggregate Amount Beneficially Owned by Each Reporting Person:

3,500,000

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9):

4.6%*

12. Type of Reporting Person (See Instructions):

IN

* The calculation of the foregoing percentage is based on 76,407,279 shares of common stock outstanding as of December 12, 2011, as reported in the Beazer Homes USA Inc. Proxy Statement on Schedule 14A as filed on December 22, 2011.

1. Name of Reporting Persons:

J. Albert Smith III

2. Check the Appropriate Box if a Member of a Group (see instructions)

(a) (b)

3. SEC Use Only

4. Citizenship or Place of Organization:

United States

5. Sole Voting Power:

NUMBER OF

-0-

SHARES

6. Shared Voting Power:

BENEFICIALLY

OWNED BY

3,500,000

EACH

7. Sole Dispositive Power:

REPORTING

PERSON

-0-

8. Shared Dispositive Power:

WITH

3,500,000

9. Aggregate Amount Beneficially Owned by Each Reporting Person:

3,500,000

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9):

4.6%*

12. Type of Reporting Person (See Instructions):

IN

* The calculation of the foregoing percentage is based on 76,407,279 shares of common stock outstanding as of December 12, 2011, as reported in the Beazer Homes USA Inc. Proxy Statement on Schedule 14A as filed on December 22, 2011.

1. Name of Reporting Persons:

Douglas I. Ostrover

2. Check the Appropriate Box if a Member of a Group (see instructions)

(a) (b)

3. SEC Use Only

4. Citizenship or Place of Organization:

United States

5. Sole Voting Power:

NUMBER OF

-0-

SHARES

6. Shared Voting Power:

BENEFICIALLY

OWNED BY

3,500,000

EACH

7. Sole Dispositive Power:

REPORTING

PERSON

-0-

8. Shared Dispositive Power:

WITH

3,500,000

9. Aggregate Amount Beneficially Owned by Each Reporting Person:

3,500,000

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9):

4.6%*

12. Type of Reporting Person (See Instructions):

IN

* The calculation of the foregoing percentage is based on 76,407,279 shares of common stock outstanding as of December 12, 2011, as reported in the Beazer Homes USA Inc. Proxy Statement on Schedule 14A as filed on December 22, 2011.

1. Name of Reporting Persons:

GSO Advisor Holdings LLC

2. Check the Appropriate Box if a Member of a Group (see instructions)

(a) (b)

3. SEC Use Only

4. Citizenship or Place of Organization:

State of Delaware

5. Sole Voting Power:

NUMBER OF

3,500,000

SHARES

6. Shared Voting Power:

BENEFICIALLY

OWNED BY

-0-

EACH

7. Sole Dispositive Power:

REPORTING

PERSON

3,500,000

8. Shared Dispositive Power:

WITH

-0-

9. Aggregate Amount Beneficially Owned by Each Reporting Person:

3,500,000

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9):

4.6%*

12. Type of Reporting Person (See Instructions):

OO

* The calculation of the foregoing percentage is based on 76,407,279 shares of common stock outstanding as of December 12, 2011, as reported in the Beazer Homes USA Inc. Proxy Statement on Schedule 14A as filed on December 22, 2011.

1. Name of Reporting Persons:

Blackstone Holdings I L.P.

2. Check the Appropriate Box if a Member of a Group (see instructions)

(a) (b)

3. SEC Use Only

4. Citizenship or Place of Organization:

State of Delaware

5. Sole Voting Power:

NUMBER OF

3,500,000

SHARES

6. Shared Voting Power:

BENEFICIALLY

OWNED BY

-0-

EACH

7. Sole Dispositive Power:

REPORTING

PERSON

3,500,000

8. Shared Dispositive Power:

WITH

-0-

9. Aggregate Amount Beneficially Owned by Each Reporting Person:

3,500,000

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9):

4.6%*

12. Type of Reporting Person (See Instructions):

PN

* The calculation of the foregoing percentage is based on 76,407,279 shares of common stock outstanding as of December 12, 2011, as reported in the Beazer Homes USA Inc. Proxy Statement on Schedule 14A as filed on December 22, 2011.

1. Name of Reporting Persons:

Blackstone Holdings I/II GP Inc.

2. Check the Appropriate Box if a Member of a Group (see instructions)

(a) (b)

3. SEC Use Only

4. Citizenship or Place of Organization:

State of Delaware

5. Sole Voting Power:

NUMBER OF

3,500,000

SHARES

6. Shared Voting Power:

BENEFICIALLY

OWNED BY

-0-

EACH

7. Sole Dispositive Power:

REPORTING

PERSON

3,500,000

8. Shared Dispositive Power:

WITH

-0-

9. Aggregate Amount Beneficially Owned by Each Reporting Person:

3,500,000

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9):

4.6%*

12. Type of Reporting Person (See Instructions):

CO

* The calculation of the foregoing percentage is based on 76,407,279 shares of common stock outstanding as of December 12, 2011, as reported in the Beazer Homes USA Inc. Proxy Statement on Schedule 14A as filed on December 22, 2011.

1. Name of Reporting Persons:

The Blackstone Group L.P.

2. Check the Appropriate Box if a Member of a Group (see instructions)

(a) (b)

3. SEC Use Only

4. Citizenship or Place of Organization:

State of Delaware

5. Sole Voting Power:

NUMBER OF

3,500,000

SHARES

6. Shared Voting Power:

BENEFICIALLY

OWNED BY

-0-

EACH

7. Sole Dispositive Power:

REPORTING

PERSON

3,500,000

8. Shared Dispositive Power:

WITH

-0-

9. Aggregate Amount Beneficially Owned by Each Reporting Person:

3,500,000

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9):

4.6%*

12. Type of Reporting Person (See Instructions):

PN

* The calculation of the foregoing percentage is based on 76,407,279 shares of common stock outstanding as of December 12, 2011, as reported in the Beazer Homes USA Inc. Proxy Statement on Schedule 14A as filed on December 22, 2011.

1. Name of Reporting Persons:

Blackstone Group Management L.L.C.

2. Check the Appropriate Box if a Member of a Group (see instructions)

(a) (b)

3. SEC Use Only

4. Citizenship or Place of Organization:

State of Delaware

5. Sole Voting Power:

NUMBER OF

3,500,000

SHARES

6. Shared Voting Power:

BENEFICIALLY

OWNED BY

-0-

EACH

7. Sole Dispositive Power:

REPORTING

PERSON

3,500,000

8. Shared Dispositive Power:

WITH

-0-

9. Aggregate Amount Beneficially Owned by Each Reporting Person:

3,500,000

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9):

4.6%*

12. Type of Reporting Person (See Instructions):

OO

* The calculation of the foregoing percentage is based on 76,407,279 shares of common stock outstanding as of December 12, 2011, as reported in the Beazer Homes USA Inc. Proxy Statement on Schedule 14A as filed on December 22, 2011.

1. Name of Reporting Persons:

Stephen A. Schwarzman

2. Check the Appropriate Box if a Member of a Group (see instructions)

(a) (b)

3. SEC Use Only

4. Citizenship or Place of Organization:

United States

NUMBER OF 5. Sole Voting Power:

SHARES

BENEFICIALLY 3,500,000

OWNED BY

EACH

REPORTING

PERSON

WITH