

CENTURY CASINOS INC /CO/
Form 8-K
April 27, 2018
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 25, 2018

CENTURY CASINOS, INC.

(Exact Name of Registrant as specified in its charter)

Delaware0-2290084-1271317

(State or other jurisdiction(Commission(I.R.S. Employer
of incorporation)File Number) Identification Number)

455 E. Pikes Peak Ave., Suite 210, Colorado Springs, Colorado 80903

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code:719-527-8300

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act (17 CFR 230.405) or Rule 12b-2 of the Exchange Act (17 CFR 240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01 Regulation FD Disclosure.

On April 25, 2018, the Company issued a press release announcing that its subsidiary, Century Resorts Management GmbH, entered into a Shareholder's Agreement with Golden Hospitality Limited ("Golden") and its shareholders to purchase 51% of the outstanding shares of Golden for a total consideration of \$0.6 million. In addition, Golden signed a Charter Capital Transfer Agreement (the "Charter Agreement") with Minh Chau Limited Liability Company ("Minh Chau"), Mr. Phung Tien Toan and Mrs. Nguyen Minh Hao to purchase 6.36% of the outstanding shares of Minh Chau for a total consideration of \$0.4 million. The Charter Agreement provides additional options to purchase up to 51% of the outstanding shares of Minh Chau over a three year period. Minh Chau is the owner of a small hotel and international entertainment and gaming club in the Cao Bang province of Vietnam, just 300 feet from the Vietnamese – Chinese border station. In addition to the Charter Agreement, Golden and Minh Chau entered into a Management Agreement for Golden to manage the hotel and international entertainment and gaming club as well as to upgrade and expand the facilities.

The information under Item 7.01 and in Exhibit 99.1 of this report is being furnished and shall not be deemed "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act", or otherwise subject to the liabilities of that section. The information under Item 7.01 and in Exhibit 99.1 of this report shall not be incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

| Exhibit No. | Description |
|-------------|--|
| <u>99.1</u> | <u>Century</u> <u>Casinos,</u> <u>Inc. Press</u> <u>Release</u> <u>dated April</u> <u>25, 2018.</u> |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on behalf of the registrant by the undersigned, who is a duly authorized officer of the registrant.

Century Casinos, Inc.

Date: April 27, 2018 By: /s/ Margaret Stapleton

Margaret Stapleton

Executive Vice President and Principal Financial/Accounting Officer
