

SECURITIES AND EXCHANGE COMMISSION

FORM 424B3

Prospectus filed pursuant to Rule 424(b)(3)

Filing Date: **1998-01-05**
SEC Accession No. **0000950144-98-000059**

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FILER

FLORIDA PANTHERS HOLDINGS INC

CIK: **1020905** | IRS No.: **650676005** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **424B3** | Act: **33** | File No.: **333-37789** | Film No.: **98501044**
SIC: **7900** Amusement & recreation services

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Filed Pursuant to Rule 424(b) (3)
File No. 333-37789
Florida Panthers Holdings, Inc.

SUPPLEMENT NO. 1 DATED JANUARY 5, 1997
TO PROSPECTUS DATED DECEMBER 4, 1997

As a result of certain transfers of Class A Common Stock by certain Selling Stockholders, the table of Selling Stockholders in the Selling Stockholders section of the Prospectus is hereby deleted and replaced in its entirety by the following table, which contains information as of January 5, 1998.

<TABLE>
<CAPTION>

SELLING SHAREHOLDERS -----	NUMBER OF	NUMBER OF	NUMBER OF	
	SHARES BENEFICIALLY OWNED (1) -----	SHARES OFFERED HEREBY -----	SHARES BENEFICIALLY OWNED AFTER SALE (1) -----	% -----
<S>	<C>	<C>	<C>	<C>
H. Wayne Huizenga (2) (3).....	6,810,696 (4)	1,272,018	5,538,678	15.8
Huizenga Investments Limited Partnership.....	5,158,678	5,158,678	0	0
Martha J. Huizenga.....	100,000	100,000	0	0
Steven R. Berrard (2) (3).....	631,127 (5)	324,877	306,250	*
Berrard Holdings Limited Partnership.....	300,000	300,000	0	0
Dean Buntrock (3).....	972,018	972,018	0	0
Dennis J. Callaghan (2).....	208,368 (6)	94,787	113,581	*
Steven M. Dauria (2).....	15,750 (7)	10,000	5,750	*
Richard H. Evans (2).....	143,750 (8)	125,000	18,750	*
Donald Flynn (3).....	324,084	324,084	0	0
Kevin F. Flynn (3).....	323,888	323,888	0	0
Brian J. Flynn (3).....	323,888	323,888	0	0
Harris W. Hudson (2).....	397,250 (9)	91,000	306,250	*
Harris W. Hudson Limited Partnership.....	300,000	300,000	0	0
GDJ, Jr. Investments Limited Partnership (10)...	839,848	839,848	0	0
John J. Melk (3).....	386,503	121,503	265,000	*
Janet Melk (3).....	121,502	121,502	0	0
Thomas Melk (3).....	243,004	243,004	0	0
Cynthia Melk (3).....	243,004	243,004	0	0
Dan Melk Limited Partnership (3).....	243,004	243,004	0	0
Peer Pedersen (3).....	976,702	971,702	5,000	*
William M. Pierce (2).....	88,795 (11)	87,500	1,295	*
Richard C. Rochon (2) (3).....	826,312 (12)	520,062	306,250	*
WeeZor I Investment Limited Partnership.....	300,000	300,000	0	0
John H. Anderson (3).....	711,815	706,815	5,000	*
Peter H. Roberts (3).....	710,815	706,815	4,000	*
Robert J. Stirk (3).....	159,570	157,070	2,500	*
First Winthrop Corporation (13).....	60,115	60,115	0	0
Sixty-Six, Inc. (13).....	486,383	486,383	0	0
Drake and Company.....	200,000	200,000	0	0
Deborah O'Brien.....	100	100	0	0
Westbury (Bermuda) Ltd.....	414,900	99,900	315,000	*
Smith Barney Inc., FAO Hedge Capital Ltd.....	6,000	6,000	0	0
Rudder & Co.....	209,000	209,000	0	0
Resilient & Co.....	85,000	85,000	0	0
Shipmaster & Co.....	240,000	240,000	0	0
International Alliance Services, Inc.....	100,000	100,000	0	0
Raptor Global Fund Ltd.....	129,000	129,000	0	0
Tudor Arbitrage Partners L.P.....	15,000	15,000	0	0
Raptor Global Fund L.P.....	51,500	51,500	0	0
Tudor BVI Futures, Ltd.....	124,500	124,500	0	0
Sandpiper & Co.....	217,800	200,000	17,800	*
Kane & Co.....	500,000	500,000	0	0
RIGHTNOW & Co.....	55,000	55,000	0	0
Delaware Group Premium Fund, Inc. for the Emerging Growth Series.....	36,000	36,000	0	0
Delaware Group Trend Fund, Inc.....	409,000	409,000	0	0

Brian Brisbin(14).....	212,766	212,766	0	0
Hal Jacovitz(15).....	34,760	34,760	0	0
Pine Crest School.....	23,400	23,400	0	0

</TABLE>

 * Less than one percent

1

2

- (1) As used herein, beneficial ownership means the sole power to vote, or direct the voting of, a security, or the sole or shared power to dispose, or direct the disposition of, a security. Except as otherwise indicated, the Selling Stockholders have (i) sole voting power and investment power with respect to his shares of Class A Common Stock, except to the extent that authority is shared by his spouse under applicable law, and (ii) record and beneficial ownership with respect to his/her shares of Class A Common Stock.
- (2) Currently serves as a director and/or executive officer of the Company.
- (3) Held ownership interests in 2301 Ltd. and Rahn Ltd., directly or through predecessors, prior to the Company's acquisition of the ownership interests therein.
- (4) The aggregate number of shares of Common Stock beneficially owned by Mr. Huizenga includes (a) 5,158,678 shares of Class A Common Stock owned by Huizenga Investment Limited Partnership, a Nevada limited partnership controlled by Mr. Huizenga, (b) 1,272,018 shares of Class A Common Stock owned directly by Mr. Huizenga, (c) 100,000 shares of Class A Common Stock owned by Mr. Huizenga's wife, (d) 255,000 shares of Class B Common Stock, which are all the shares of Class B Common Stock issued and outstanding, and (e) 25,000 shares of Class A Common Stock underlying options, which vested on November 8, 1997. Mr. Huizenga disclaims beneficial ownership of the shares owned by his wife.
- (5) The aggregate number of shares of Class A Common Stock beneficially owned by Mr. Berrard consists of (a) 300,000 shares owned by Berrard Holdings Limited Partnership, a Nevada limited partnership controlled by Mr. Berrard, (b) 324,877 shares owned directly by Mr. Berrard and (c) 6,250 shares underlying options, which vested on November 8, 1997.
- (6) The aggregate number of shares of Class A Common Stock beneficially owned by Mr. Callaghan consists of (a) 94,787 shares owned directly by Mr. Callaghan, (b) 25,456 shares underlying warrants which are currently exercisable and (c) 88,125 shares issuable upon the exercise of exchange rights which are currently exercisable.
- (7) The aggregate number of shares of Class A Common Stock beneficially owned by Mr. Dauria consists of (a) 10,000 shares owned directly by Mr. Dauria and (b) 5,750 shares underlying options, which vested on November 8, 1997.
- (8) The aggregate number of Class A Common Stock beneficially owned by Mr. Evans consists of (a) 125,000 shares owned directly by Mr. Evans and (b) 18,750 shares underlying options, which vested on November 8, 1997.
- (9) The aggregate number of shares of Class A Common Stock beneficially owned by Mr. Hudson consists of (a) 300,000 shares owned by the Harris W. Hudson Limited Partnership, a Nevada limited partnership controlled by Mr. Hudson, (b) 91,000 shares owned directly by Mr. Hudson and (c) 6,250 shares underlying options which vested on November 8, 1997.
- (10) GDJ, Jr. Investments Limited Partnership is a Nevada limited partnership controlled by George S. Johnson, Jr., who is currently a director of the Company. Mr. Johnson held an ownership interest in Rahn Ltd. prior to the Company's acquisition of the ownership interests thereof.
- (11) The aggregate number of shares of Class A Common Stock beneficially owned by Mr. Pierce consists of (a) 87,500 shares owned directly by Mr. Pierce, (b) 45 shares owned by members of Mr. Pierce's immediate family living in the same household as Mr. Pierce and (c) 1,250 shares underlying options, which vested on November 8, 1997.
- (12) The aggregate number of shares of Class A Common Stock beneficially owned by Mr. Rochon consists of (a) 300,000 shares owned by Weezor I Limited Partnership, a Nevada limited partnership controlled by Mr. Rochon, (b) 520,062 shares owned directly by Mr. Rochon and (c) 6,250 shares underlying options, which vested on November 8, 1997.
- (13) Held an ownership interest in 2301 Ltd. prior to the Company's acquisition of the ownership interests therein.

- (14) Held an ownership in Incredible Ice prior to the Company's acquisition of the ownership interests therein.
- (15) Held an ownership in Gold Coast prior to the Company's acquisition of the ownership interests therein.