

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR (g) OF THE  
SECURITIES EXCHANGE ACT OF 1934

VAIL RESORTS, INC.

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(Exact name of registrant as specified in its charter)

Delaware

51-0291762

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(State of incorporation or organization)

(I.R.S. Employer  
Identification No.)

Post Office Box 7, Vail, Colorado

81652

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(Address of principal executive offices)

(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class  
to be so registered

Name of each exchange on which  
each class is to be registered

Common Stock, par value

New York Stock Exchange

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\$.01 per share  
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If this Form relates to the registration of a class of  
debt securities and is effective upon filing pursuant to General  
Instruction A. (c) (1), please check the following box.

If this Form relates to the registration of a class of  
debt securities and is to become effective simultaneously with  
the effectiveness of a concurrent registration statement under  
the Securities Act of 1933 pursuant to General Instruction  
A. (c) (2), please check the following box.

Securities to be registered pursuant to Section 12(g) of the Act:

None

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(Title of Class)

INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 1. Description of Registrant's Securities  
to be Registered.

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The information required by Item 202 of Regulation  
S-K is contained in the Registration Statement on  
Form S-2 (Registration No. 333-05341) of Vail  
Resorts, Inc. (the "Company"), filed with the  
Securities and Exchange Commission on June 6, 1996,  
as amended, under the caption "Description of Capital  
Stock," which is incorporated herein by reference.

Item 2. Exhibits<sup>1</sup>  
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1. The Company's Annual Report on Form 10-K for the year ended September 30, 1995; and
2. The Company's Quarterly Reports on Form 10-Q for the quarters ended December 31, 1995 and March 31, 1996.
3. Amended and Restated Certificate of Incorporation of the Company.
4. Amended and Restated By-laws of the Company.
5. Specimen certificate representing shares of the Company's Common Stock, par value \$.01 per share, which is being registered herewith.

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[FN]

- 1 Pursuant to Instruction II to this Form 8-A, the referenced exhibits have been filed with the Form 8-A Registration Statement filed with the New York Stock Exchange, but shall not be deemed to be filed with or incorporated by reference (except to the extent noted in Item 1 above) in copies of this Form 8-A filed with the Commission.

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SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Date: July 3, 1996

VAIL RESORTS, INC.

By: /s/ James S. Mandel

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James S. Mandel  
Senior Vice President,  
General Counsel and  
Secretary

