

BEAZER HOMES USA INC
Form DEFA14A
March 30, 2010

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the

Securities Exchange Act of 1934

(Amendment No. __)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to 14a-12

BEAZER HOMES USA, INC.

(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

Edgar Filing: BEAZER HOMES USA INC - Form DEFA14A

x No fee required.

.. Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

.. Fee paid previously with preliminary materials:

.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

**** IMPORTANT ****

Dear Beazer Homes USA, Inc. Shareholder:

Enclosed you will find additional proxy materials relating to our Annual Meeting scheduled to be held on April 13, 2010.

Because of a change in NYSE rules, we note that, unlike at our previous annual meetings, your broker will *not* be able to vote your shares with respect to the election of directors if you have not provided instructions to your broker. We strongly encourage you to submit your proxy card and exercise your right to vote.

Our Board of Directors recommends that you vote in favor of the election of each director, the ratification of our auditors, the increase in the total number of our authorized shares, and the approval of our 2010 Equity Incentive Plan.

Because we have not heard from you, we are sending you this reminder notice, and we urge you to vote your proxy immediately. As a shareholder, you have the ability to vote over the internet or telephone, and we are asking you to do so now to save the Company further expense. Instructions on how to vote over the phone or internet are enclosed in this package.

Your shares cannot be represented at the Annual Meeting on the election of directors or the approval of our 2010 Equity Incentive Plan, unless you either sign and return the enclosed voting form or vote by telephone or over the internet.

If you sign and return the enclosed form without indicating a choice of for, against or abstain your shares will be voted as recommended by our Board of Directors.

Please Vote Today

If you have questions or need help voting your shares, please call our proxy solicitation firm, Morrow & Co., LLC. at

800-460-1014.

Regards,

Brian C. Beazer
Non-Executive Chairman of the Board of

Directors

Northpark Building 400

1000 Abernathy Road, Suite 1200

Atlanta, GA 30328

770-829-3700/Fax 770-481-0431