

AMERISTAR CASINOS INC

Form 8-K

June 22, 2005

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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):

June 17, 2005

**Ameristar Casinos, Inc.**

(Exact name of registrant as specified in its charter)

Nevada

000-22494

880304799

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

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

3773 Howard Hughes Parkway, Suite 490S,  
Las Vegas, Nevada

89109

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

(702) 567-7000

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of 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))
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**Item 1.01. Entry into a Material Definitive Agreement.**

On June 17, 2005, the stockholders of the Registrant approved an amendment (the Amendment ) to Section 4.1 of the Ameristar Casinos, Inc. Amended and Restated 1999 Stock Incentive Plan (the Plan ) to increase the number of shares available to be issued under the Plan from 11,000,000 to 14,000,000 (as such amounts are adjusted to give effect to the 2-for-1 split of the Registrant s common stock that became effective June 6, 2005). A copy of the Plan, as amended by the Amendment, is filed as Exhibit 10.1 to this Current Report.

**Item 9.01. Financial Statements and Exhibits.**

(c) The following Exhibit is incorporated herein in its entirety:

Exhibit 10.1 - Ameristar Casinos, Inc. Amended and Restated 1999 Stock Incentive Plan, effective as of June 17, 2005

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**SIGNATURES**

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

Ameristar Casinos, Inc.

June 22, 2005

By: *Peter C. Walsh*  
Name: *Peter C. Walsh*  
Title: *Senior Vice President and General  
Counsel*

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Exhibit Index

<b>Exhibit No.</b>	<b>Description</b>
10.1	Ameristar Casinos, Inc. Amended and Restated 1999 Stock Incentive Plan, effective as of June 17, 2005