

AMERISTAR CASINOS INC  
Form DEFA14A  
June 02, 2008

**SCHEDULE 14A INFORMATION**

**PROXY STATEMENT PURSUANT TO SECTION 14(a) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

(AMENDMENT NO. \_\_\_)

Filed by the Registrant  X

Filed by a Party other than the Registrant  O

Check the appropriate box:

- O Definitive Proxy Statement  
 O Preliminary Proxy Statement  
 O Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))  
 X Definitive Additional Materials  
 O Soliciting Material Pursuant to §240.14a-12

**Ameristar Casinos, Inc.**

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(Name of Registrant as Specified In Its Charter)

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

Payment of Filing Fee (Check the appropriate box):

- X No fee required.  
 O Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.  
(1) Title of each class of securities to which

transaction  
applies:

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

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(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):

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(4) Proposed  
maximum  
aggregate value  
of transaction:

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(5) Total fee  
paid:

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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:

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

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(3) Filing Party:

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(4) Date Filed:

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**AMERISTAR CASINOS, INC.**  
**SUPPLEMENT TO PROXY STATEMENT DATED APRIL 29, 2008**

June 2, 2008

To the Stockholders of Ameristar Casinos, Inc.:

As previously reported, effective May 31, 2008, John M. Boushy submitted his resignation as Ameristar's President and Chief Executive Officer and as a member of the Board of Directors. On May 31, 2008, the Board of Directors approved certain changes to Ameristar's senior management team: Ray H. Neilsen, formerly Co-Chairman of the Board and Senior Vice President, was elected to serve as Chairman of the Board; Gordon R. Kanofsky, formerly Co-Chairman of the Board and Executive Vice President, was elected to serve as Chief Executive Officer and Vice Chairman of the Board; and Larry A. Hodges, formerly an independent Director, was elected to serve as President and Chief Operating Officer. Each of Messrs. Neilsen, Kanofsky and Hodges will continue to serve as Directors of Ameristar; however, Mr. Hodges will no longer serve on the Audit, Compensation and Compliance Committees as a result of his new positions. Independent Director Carl Brooks was appointed to replace Mr. Hodges on the Audit Committee and the Compliance Committee and independent Director Leslie Nathanson Juris was appointed Chair of the Compensation Committee.

In connection with these changes, Ameristar entered into new or amended executive employment agreements with each of Messrs. Neilsen, Kanofsky and Hodges. The terms of these agreements (along with an amended employment agreement with Peter C. Walsh, Ameristar's Senior Vice President, General Counsel and Chief Administrative Officer) have been summarized in our Current Report on Form 8-K filed with the Securities and Exchange Commission on June 2, 2008. The Form 8-K also includes certain biographical and other information regarding each of Messrs. Neilsen, Kanofsky and Hodges.

Our 2008 Annual Meeting of Stockholders will be held as scheduled on Friday, June 20, 2008 at 2:00 p.m. (local time) at Ameristar Casino Resort Spa, One Ameristar Boulevard, St. Charles, Missouri 63301. The changes discussed above will not affect the items of business to be conducted at the meeting. Information with respect to these items of business is set forth in our Proxy Statement dated April 29, 2008, first mailed to stockholders on or about May 8, 2008. Only stockholders of record at the close of business on May 1, 2008 are entitled to vote at the meeting and any subsequent adjournment(s) or postponement(s) thereof.

Sincerely,

**RAY H. NEILSEN**  
*Chairman of the Board*