

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.

(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):

☒ 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:

(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:

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