

SECURITIES AND EXCHANGE COMMISSION

FORM 5

Annual statement of changes in beneficial ownership of securities

Filing Date: **2013-01-28** | Period of Report: **2012-12-31**
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REPORTING OWNER

Cochrane Luther P

CIK: **1351489**

Type: **5** | Act: **34** | File No.: **000-22494** | Film No.: **13553355**

Mailing Address

3773 HOWARD HUGHES
PARKWAY
SUITE 490S
LAS VEGAS NV 89109

ISSUER

AMERISTAR CASINOS INC

CIK: **912145** | IRS No.: **880304799** | State of Incorpor.: **NV** | Fiscal Year End: **1231**
SIC: **7011** Hotels & motels

Mailing Address

3773 HOWARD HUGHES
PKWY
SUITE 490 SOUTH
LAS VEGAS NV 89169

Business Address

3773 HOWARD HUGHES
PKWY
SUITE 490 SOUTH
LAS VEGAS NV 89169
7025677000

FORM 5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Form 3 Holdings Reported

Form 4 Transactions Reported

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0362
Expires:	02/28/2011
Estimated average burden hours per response	1.0

1. Name and Address of Reporting Person Cochrane Luther P			2. Issuer Name and Ticker or Trading Symbol AMERISTAR CASINOS INC [ASCA]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2012					
3773 HOWARD HUGHES PKWY, SUITE 490S			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Reporting (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street)								
LAS VEGAS, NV 89169								
(City)								
(State)								
(Zip)								

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	12/31/2012		G	25,501	D	\$ 0	10,496 ⁽¹⁾	D	
Common Stock	12/31/2012		G	25,501	A	\$ 0	25,501	I	Trust ⁽²⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Options (Right to Buy)	\$22.88	12/31/2012		G		17,600	01/26/2007	01/27/2016	Common Stock	17,600	\$ 0	0	D	
Stock Options (Right to Buy)	\$22.88	12/31/2012		G	17,600		01/26/2007	01/27/2016	Common Stock	17,600	\$ 0	17,600	I	Trust ⁽²⁾
Stock Options (Right to Buy)	\$22.88	12/31/2012		G	2,400		01/26/2007	01/27/2013	Common Stock	2,400	\$ 0	2,400	I	Trust ⁽²⁾
Stock Options	\$22.88	12/31/2012		G	2,400		01/26/2007	01/27/2013	Common Stock	2,400	\$ 0	0	D	

(Right to Buy)														
Stock Options (Right to Buy)	\$31.37	12/31/2012		<u>G</u>	13,200		06/07/2008	06/08/2017	Common Stock	13,200	\$ 0	13,200	I	Trust ⁽²⁾
Stock Options (Right to Buy)	\$31.37	12/31/2012		<u>G</u>		13,200	06/07/2008	06/08/2017	Common Stock	13,200	\$ 0	0	D	
Stock Options (Right to Buy)	\$31.37	12/31/2012		<u>G</u>	1,800		06/07/2008	06/08/2014	Common Stock	1,800	\$ 0	1,800	I	Trust ⁽²⁾
Stock Options (Right to Buy)	\$31.37	12/31/2012		<u>G</u>		1,800	06/07/2008	06/08/2014	Common Stock	1,800	\$ 0	0	D	
Stock Options (Right to Buy)	\$17.23	12/31/2012		<u>G</u>		7,500	06/19/2009 ⁽³⁾	06/20/2018	Common Stock	7,500	\$ 0	0	D	
Stock Options (Right to Buy)	\$17.23	12/31/2012		<u>G</u>	7,500		06/19/2009 ⁽³⁾	06/20/2018	Common Stock	7,500	\$ 0	7,500	I	Trust ⁽²⁾
Stock Options (Right to Buy)	\$18.62	12/31/2012		<u>G</u>	3,750		07/30/2010 ⁽⁴⁾	07/31/2019	Common Stock	3,750	\$ 0	3,750	I	Trust ⁽²⁾
Stock Options (Right to Buy)	\$18.62	12/31/2012		<u>G</u>		3,750	07/30/2010 ⁽⁴⁾	07/31/2019	Common Stock	3,750	\$ 0	0	D	
Stock Options (Right to Buy)	\$16.68	12/31/2012		<u>G</u>	8,210		07/24/2013 ⁽⁵⁾	07/25/2022	Common Stock	8,210	\$ 0	8,210	I	Trust ⁽²⁾
Stock Options (Right to Buy)	\$16.68	12/31/2012		<u>G</u>		8,210	07/24/2013 ⁽⁵⁾	07/25/2022	Common Stock	8,210	\$ 0	0	D	
Stock Options (Right to Buy)	\$15.62	12/31/2012		<u>G</u>	3,750		07/29/2010 ⁽⁶⁾	07/30/2020	Common Stock	3,750	\$ 0	3,750	I	Trust ⁽²⁾
Stock Options (Right to Buy)	\$15.62	12/31/2012		<u>G</u>		3,750	07/29/2011 ⁽⁶⁾	07/30/2020	Common Stock	3,750	\$ 0	0	D	
Stock Options (Right to Buy)	\$22.09	12/31/2012		<u>G</u>	3,750		07/28/2012 ⁽⁷⁾	07/29/2021	Common Stock	3,750	\$ 0	3,750	I	Trust ⁽²⁾
Stock Options (Right to Buy)	\$22.09	12/31/2012		<u>G</u>		3,750	07/28/2012 ⁽⁷⁾	07/29/2021	Common Stock	3,750	\$ 0	0	D	

Explanation of Responses:

- Balance includes previously reported restricted stock units, each of which constitutes the right to receive one share of common stock in the future.
- Securities owned by the Luther P. Cochrane Irrevocable Trust, of which the reporting person's children are the beneficiaries and of which the reporting person's wife is a co-trustee. The reporting person disclaims beneficial ownership of securities owned by such trust.

3. Option vests in four equal, annual installments commencing on June 19, 2009.
4. Options vest in four equal, annual installments commencing on July 30, 2010.
5. Options vest in four equal, annual installments commencing on July 24, 2013.
6. Options vest in four equal, annual installments commencing on July 29, 2011.
7. Options vest in four equal, annual installments commencing on July 28, 2012.

Signatures

/s/ Peter C. Walsh, Attorney-in-Fact

** Signature of Reporting Person

01/28/2013

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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