

Cochrane Luther P
Form 5
January 28, 2013

FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

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)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2012

Director 10% Owner
 Officer (give title below) Other (specify below)

3773 HOWARD HUGHES
PKWY, SUITE 490S

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

LAS VEGAS, NV 89169

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(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 Ownership (Instr. 4)
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⁾

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

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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 Underlying Security (Instr. 3 and 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title
Stock Options (Right to Buy)	\$ 22.88	12/31/2012	Â	G	Â	17,600	01/26/2007	01/27/2016	Common Stock
Stock Options (Right to Buy)	\$ 22.88	12/31/2012	Â	G	17,600	Â	01/26/2007	01/27/2016	Common Stock
Stock Options (Right to Buy)	\$ 22.88	12/31/2012	Â	G	2,400	Â	01/26/2007	01/27/2013	Common Stock
Stock Options (Right to Buy)	\$ 22.88	12/31/2012	Â	G	Â	2,400	01/26/2007	01/27/2013	Common Stock
Stock Options (Right to Buy)	\$ 31.37	12/31/2012	Â	G	13,200	Â	06/07/2008	06/08/2017	Common Stock
Stock Options (Right to Buy)	\$ 31.37	12/31/2012	Â	G	Â	13,200	06/07/2008	06/08/2017	Common Stock
Stock Options (Right to Buy)	\$ 31.37	12/31/2012	Â	G	1,800	Â	06/07/2008	06/08/2014	Common Stock
Stock Options (Right to Buy)	\$ 31.37	12/31/2012	Â	G	Â	1,800	06/07/2008	06/08/2014	Common Stock
Stock Options (Right to Buy)	\$ 17.23	12/31/2012	Â	G	Â	7,500	06/19/2009 ⁽³⁾	06/20/2018	Common Stock

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Buy)										
Stock Options (Right to Buy)	\$ 17.23	12/31/2012	Â	G	7,500	Â	06/19/2009 ⁽³⁾	06/20/2018	Common Stock	
Stock Options (Right to Buy)	\$ 18.62	12/31/2012	Â	G	3,750	Â	07/30/2010 ⁽⁴⁾	07/31/2019	Common Stock	
Stock Options (Right to Buy)	\$ 18.62	12/31/2012	Â	G	Â	3,750	07/30/2010 ⁽⁴⁾	07/31/2019	Common Stock	
Stock Options (Right to Buy)	\$ 16.68	12/31/2012	Â	G	8,210	Â	07/24/2013 ⁽⁵⁾	07/25/2022	Common Stock	
Stock Options (Right to Buy)	\$ 16.68	12/31/2012	Â	G	Â	8,210	07/24/2013 ⁽⁵⁾	07/25/2022	Common Stock	
Stock Options (Right to Buy)	\$ 15.62	12/31/2012	Â	G	3,750	Â	07/29/2010 ⁽⁶⁾	07/30/2020	Common Stock	
Stock Options (Right to Buy)	\$ 15.62	12/31/2012	Â	G	Â	3,750	07/29/2011 ⁽⁶⁾	07/30/2020	Common Stock	
Stock Options (Right to Buy)	\$ 22.09	12/31/2012	Â	G	3,750	Â	07/28/2012 ⁽⁷⁾	07/29/2021	Common Stock	
Stock Options (Right to Buy)	\$ 22.09	12/31/2012	Â	G	Â	3,750	07/28/2012 ⁽⁷⁾	07/29/2021	Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cochrane Luther P 3773 HOWARD HUGHES PKWY	Â X	Â	Â	Â

SUITE 490S
LAS VEGAS, NV 89169

Signatures

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

01/28/2013

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Balance includes previously reported restricted stock units, each of which constitutes the right to receive one share of common stock in the future.
 - (2) 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.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.