

## ORDER 2007-90

### AN ORDER CONCERNING THE APPLICATION OF AMERISTAR EAST CHICAGO HOLDINGS, LLC TO ACQUIRE OWNERSHIP OF RIH ACQUISITIONS IN, LLC

Ameristar East Chicago Holdings, LLC ("AECH"), a wholly owned subsidiary of Ameristar Casinos, Inc. ("ACI") (collectively, "Ameristar"), seeks approval from the Indiana Gaming Commission ("Commission") to purchase 100% of the membership interests in RIH Acquisitions IN, LLC ("RIH"), the current holder of a license to own and operate a riverboat gambling operation in East Chicago, Indiana, for \$675 million. Under the terms agreed to by the parties, upon closing, RIH will survive the acquisition; will continue, for the immediate future, to hold the Indiana owner's license; and will become a direct, wholly owned subsidiary of AECH.

The Indiana Gaming Commission has considered the following factors:

1. Ameristar submitted to the Commission the appropriate transfer of ownership interest application and personal disclosure forms for all substantial owners and key persons as deemed necessary by Commission staff.
2. Ameristar has indicated and established to the Commission's satisfaction that it shall have sufficient funds at its disposal to finance this acquisition.
3. The Commission has received a confidential financial analysis of the transaction from the Commission's outside financial expert, Dr. A. Charlene Sullivan who recommends approval of Ameristar's financing package and of the acquisition.
4. The Commission's Background and Financial Investigations Section has completed a comprehensive investigation of Ameristar, its substantial owners, and key persons. The final investigative report has been presented to the Commission for review.
5. Ameristar has addressed the Commission concerning this acquisition.
6. Ameristar has presented evidence that it meets or possesses the standards, qualifications, or criteria necessary to be issued a riverboat owner's license pursuant to 68 IAC 2-1-5 (c) and IC 4-33-6.

Based on the foregoing, the Commission hereby **GRANTS** the application of Ameristar to acquire the ownership of RIH Acquisitions IN, LLC, which currently holds a license to own and manage a riverboat gambling operation in East Chicago, Indiana, and, following the transfer, shall continue to hold said owner's license.

Based on the information provided by Ameristar to date, along with the aforementioned positive recommendation from Dr. Sullivan, the Commission hereby **APPROVES** the financing package proposed by Ameristar as the funding mechanism for the acquisition. In granting such approval, the Commission also hereby **WAIVES** the "two meeting requirement" of 68 IAC 5-3-2(b)(2) and (3).

The Commission's approval of Ameristar's acquisition is contingent upon: (1) successful closing the financing package approved herein; and (2) acceptance of the continuing condition that Ameristar, and all relevant affiliates, remain in full compliance with all laws, regulations and/or other directives which are applicable to the ownership and operation of a riverboat gambling operation in the State of Indiana.

The Commission's approval of Ameristar's financing package is contingent upon: (1) the terms articulated in the final financing documentation not materially differing from the terms which have been presented for approval to date; (2) the terms of the final financing documentation not violating IC 4-33-4-21; and (3) Ameristar providing the Commission with a legal opinion demonstrating compliance with IC 4-33-4-21. Should Ameristar willfully fail to abide by said terms and conditions, the Commission reserves the right to withdraw this financing approval; require Ameristar to obtain additional approval(s); and/or take other appropriate disciplinary action.

**IT IS SO ORDERED THIS THE 13<sup>TH</sup> DAY OF SEPTEMBER, 2007.**

**THE INDIANA GAMING COMMISSION:**

  
William W. Barrett, Chair

ATTEST:

  
Tim Murphy, Vice-Chair