

SCIENTIFIC GAMES CORP
 Form 4
 November 12, 2009

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
WEIL A LORNE

2. Issuer Name and Ticker or Trading Symbol
SCIENTIFIC GAMES CORP [SGMS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 11/02/2009

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

C/O SCIENTIFIC GAMES CORPORATION, 750 LEXINGTON AVENUE, 25TH FLOOR

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

NEW YORK, NY 10022

(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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Class A Common Stock	11/02/2009		J(1)		137,969	A	Ⓟ	485,724	D
Class A Common Stock	11/10/2009		J(1)		25,505	A	Ⓟ	511,229	D
Class A Common Stock	11/12/2009		J(1)		51,031	A	Ⓟ	562,260	D

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Class A Common Stock	11/10/2009	M	330,000	A	\$ 5.13	892,260	D
Class A Common Stock	11/12/2009	M	170,000	A	\$ 5.13	1,062,260	D

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 Amount Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am Nun Sha
Interest in Deferred Compensation Account	<u>(1)</u>	11/02/2009		J ⁽¹⁾	137,969	<u>(1)</u>	<u>(1)</u>	Common Stock	13
Interest in Deferred Compensation Account	<u>(1)</u>	11/10/2009		J ⁽¹⁾	25,505	<u>(1)</u>	<u>(1)</u>	Common Stock	25
Interest in Deferred Compensation Account	<u>(1)</u>	11/12/2009		J ⁽¹⁾	51,031	<u>(1)</u>	<u>(1)</u>	Common Stock	51
Employee Stock Option (right to buy)	\$ 3.5	11/09/2009		D	70,000	<u>(2)</u>	12/30/2009	Common Stock	70
Employee Stock Option (right to buy)	\$ 5.13	11/09/2009		D	100,000	<u>(3)</u>	02/27/2010	Common Stock	10
Employee Stock Option (right to buy)	\$ 5.13	11/10/2009		M	330,000	<u>(3)</u>	02/27/2010	Common Stock	33

