Edgar Filing: INTERNATIONAL GAME TECHNOLOGY - Form 4

INTERNATIONAL GAME TECHNOLOGY

Form 4

November 09, 2006

FORM 4

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

OMB 3235-0287 Number:

OMB APPROVAL

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

obligations may continue. See Instruction

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(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading PENNINGTON RICHARD Issuer Symbol INTERNATIONAL GAME

5. Relationship of Reporting Person(s) to

TECHNOLOGY [IGT]

(Check all applicable)

Executive Vice President

C/O INTERNATIONAL GAME TECHNOLOGY, 9295

(Street)

(First)

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

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

PROTOTYPE DRIVE

(Middle)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

11/08/2006

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

RENO, NV 89521

(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. Transactic Code (Instr. 8)	4. Securities on Dispose (Instr. 3, 4) Amount	d of (Ľ))	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 Beneficial Ownership (Instr. 4)	
Common Stock	11/08/2006		M	104,640	A	\$ 19.46	185,739	I	By Trust	
Common Stock	11/08/2006		S	6,900	D	\$ 42.65	178,839	I	By Trust	
Common Stock	11/08/2006		S	1,600	D	\$ 42.66	177,239	I	By Trust	
Common Stock	11/08/2006		S	900	D	\$ 42.67	176,339	I	By Trust	
	11/08/2006		S	600	D		175,739	I		

Edgar Filing: INTERNATIONAL GAME TECHNOLOGY - Form 4

Common Stock					\$ 42.69			By Trust
Common Stock	11/08/2006	S	18,600	D	\$ 42.7	157,139	I	By Trust
Common Stock	11/08/2006	S	5,700	D	\$ 42.71	151,439	I	By Trust
Common Stock	11/08/2006	S	3,440	D	\$ 42.72	147,999	I	By Trust
Common Stock	11/08/2006	S	800	D	\$ 42.73	147,199	I	By Trust
Common Stock	11/08/2006	S	3,900	D	\$ 42.74	143,299	I	By Trust
Common Stock	11/08/2006	S	1,200	D	\$ 42.75	142,099	I	By Trust
Common Stock	11/08/2006	S	900	D	\$ 42.76	141,199	I	By Trust
Common Stock	11/08/2006	S	3,100	D	\$ 42.77	138,099	I	By Trust
Common Stock	11/08/2006	S	4,000	D	\$ 42.8	134,099	I	By Trust
Common Stock	11/08/2006	S	5,400	D	\$ 42.81	128,699	I	By Trust
Common Stock	11/08/2006	S	4,200	D	\$ 42.82	124,499	I	By Trust
Common Stock	11/08/2006	S	3,600	D	\$ 42.85	120,899	I	By Trust
Common Stock	11/08/2006	S	1,000	D	\$ 42.86	119,899	I	By Trust
Common Stock	11/08/2006	S	1,800	D	\$ 42.87	118,099	I	By Trust

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amou
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expiration Date	Underlying Securi
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or		

Edgar Filing: INTERNATIONAL GAME TECHNOLOGY - Form 4

Derivative Disposed of (D) Security (Instr. 3, 4, and

5)

Code V (A) (D) Date Exercisable Expiration T

Date

Title

Amo

Nun Shai

104

Employee

Stock \$ 19.46 11/08/2006 M 104,640 03/03/2004(3) 03/03/2013 Common Stock

Option (2)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PENNINGTON RICHARD C/O INTERNATIONAL GAME TECHNOLOGY 9295 PROTOTYPE DRIVE RENO, NV 89521

Executive Vice President

Signatures

Richard

Pennington 11/09/2006

**Signature of Date
Reporting Person

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) Pennington Family Trust dated March 01, 2001
- (2) Employee Stock Option (right to buy) granted pursuant to the International Game Technology Stock Option Plan.
- (3) The option becomes exercisable in equal annual installments over a five year period, at the rate of 20% per year, commencing on the first anniversary of the date of grant

Note: File three copies of this Form, one of which must be manually signed. If space 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.

Reporting Owners 3