

SCIENTIFIC GAMES CORP

Form 4

December 12, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**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

OMB APPROVAL

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/11/2007

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Chairman and CEO

(Street)
NEW YORK, NY 10222

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

(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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Class A Common Stock	12/11/2007		M		158,000	A	\$ 2.625	400,710	D
Class A Common Stock	12/11/2007		S		3,000	D	\$ 33.91	397,710	D
Class A Common Stock	12/11/2007		S		51	D	\$ 33.92	397,659	D

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Class A Common Stock	12/11/2007	S	900	D	\$ 33.93	396,759	D
Class A Common Stock	12/11/2007	S	600	D	\$ 33.94	396,159	D
Class A Common Stock	12/11/2007	S	1,200	D	\$ 33.97	394,959	D
Class A Common Stock	12/11/2007	S	1,564	D	\$ 33.98	393,395	D
Class A Common Stock	12/11/2007	S	500	D	\$ 33.99	392,895	D
Class A Common Stock	12/11/2007	S	700	D	\$ 34	392,195	D
Class A Common Stock	12/11/2007	S	577	D	\$ 34.01	391,618	D
Class A Common Stock	12/11/2007	S	3,100	D	\$ 34.02	388,518	D
Class A Common Stock	12/11/2007	S	4,381	D	\$ 34.03	384,137	D
Class A Common Stock	12/11/2007	S	9,035	D	\$ 34.04	375,102	D
Class A Common Stock	12/11/2007	S	3,343	D	\$ 34.05	371,759	D
Class A Common Stock	12/11/2007	S	1,043	D	\$ 34.06	370,716	D
Class A Common Stock	12/11/2007	S	606	D	\$ 34.07	370,110	D
Class A Common Stock	12/11/2007	S	800	D	\$ 34.12	369,310	D
Class A Common	12/11/2007	S	2,800	D	\$ 34.13	366,510	D

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Stock

Class A Common Stock	12/11/2007	S	500	D	\$ 34.15	366,010	D
Class A Common Stock	12/11/2007	S	1,300	D	\$ 34.16	364,710	D
Class A Common Stock	12/11/2007	S	200	D	\$ 34.17	364,510	D
Class A Common Stock	12/11/2007	S	1,800	D	\$ 34.18	362,710	D
Class A Common Stock	12/11/2007	S	1,000	D	\$ 34.19	361,710	D
Class A Common Stock	12/11/2007	S	9,600	D	\$ 34.23	352,110	D
Class A Common Stock	12/11/2007	S	7,929	D	\$ 34.24	344,181	D
Class A Common Stock	12/11/2007	S	900	D	\$ 34.26	343,281	D
Class A Common Stock	12/11/2007	S	500	D	\$ 34.27	342,781	D
Class A Common Stock	12/11/2007	S	3,700	D	\$ 34.28	339,081	D
Class A Common Stock	12/11/2007	S	2,492	D	\$ 34.29	336,589	D
Class A Common Stock	12/11/2007	S	3,308	D	\$ 34.3	333,281	D

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

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(9-02)

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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 of Underlying Securities (Instr. 3 and 4)
Employee Stock Option (right to buy)	\$ 2.625	12/11/2007		M	158,000	<u>(1)</u> 07/07/2009	Common Stock 158,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WEIL A LORNE C/O SCIENTIFIC GAMES CORPORATION 750 LEXINGTON AVENUE, 25TH FLOOR NEW YORK, NY 10222	X		Chairman and CEO	

Signatures

/s/ Jack Sarno, attorney-in-fact for A. Lorne Weil
12/12/2007

____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) The option became exercisable in four equal installments beginning on July 8, 2000.

Remarks:

Due to the SEC's limit of 30 lines per table, this Form 4 is one of three filed on behalf of the reporting person to report transaction.

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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