

INTERNATIONAL GAME TECHNOLOGY

Form 4

November 14, 2006

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
JOHNSON DAVID DUANE

2. Issuer Name **and** Ticker or Trading
Symbol
INTERNATIONAL GAME
TECHNOLOGY [IGT]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
11/10/2006

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
Executive Vice President

C/O INTERNATIONAL GAME
TECHNOLOGY, 9295
PROTOTYPE DRIVE

(Street)

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

6. Individual or Joint/Group Filing(Check
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. Transaction Code (Instr. 8)	4. Securities Acquired 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	
Common Stock ⁽¹⁾	11/10/2006		A		4,682	A \$ 0	27,148 D
Common Stock	11/10/2006		M		3,000	A \$ 33.06	30,148 D
Common Stock	11/10/2006		M		13,000	A \$ 33.06	43,148 D
Common Stock	11/10/2006		S		7,600	D \$ 42.7	35,548 D
	11/10/2006		S		400	D	35,148 D

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Common Stock					\$ 42.71		
Common Stock	11/10/2006	S	1,900	D	\$ 42.75	33,248	D
Common Stock	11/10/2006	S	100	D	\$ 42.76	33,148	D
Common Stock	11/10/2006	S	6,000	D	\$ 42.8	27,148	D

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

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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 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	Amount or Number of Shares
Stock Option (right to buy) ⁽²⁾	\$ 42.72	11/10/2006		A		26,352		11/10/2007 ⁽³⁾	11/10/2016	Common Stock	26,352
Stock Option (right to buy)	\$ 33.06	11/10/2006		M		3,000		11/03/2004 ⁽⁴⁾	11/03/2013	Common Stock	3,000
Stock Option (right to buy)	\$ 33.06	11/10/2006		M		13,000		11/03/2004 ⁽⁴⁾	11/03/2013	Common Stock	13,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
JOHNSON DAVID DUANE C/O INTERNATIONAL GAME TECHNOLOGY	Executive Vice President

9295 PROTOTYPE DRIVE
RENO, NV 89521

Signatures

Virginia Williams, Attorney-In-Fact for David D.
Johnson

11/14/2006

__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) Grant of restricted IGT common stock, pursuant to the IGT 2002 Stock Incentive Plan, with dividend and voting rights. The restricted shares are scheduled to vest at a rate of 25% of the shares on each of the first through fourth anniversaries of the award date.
- (2) Employee Stock Option (right to buy) granted pursuant to the IGT 2002 Stock Incentive Plan.
- (3) The option becomes exercisable in equal annual installments over a four year period, at the rate of 25% per year, commencing on the first anniversary of the award date.
- (4) 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.
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