EDCI HOLDINGS, INC.

Form 4 May 26, 2009

## FORM 4

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

**OMB** 

**OMB APPROVAL** 

3235-0287

Expires: STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, 2005

**SECURITIES** 

Estimated average burden hours per

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Number:

0.5

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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 See Instruction

1(b).

(Last)

(City)

(Print or Type Responses)

may continue.

1. Name and Address of Reporting Person \* **BICKELL CLIFF O** 

2. Issuer Name and Ticker or Trading Symbol

EDCI HOLDINGS, INC. [EDCI]

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

below)

(Middle)

(Zip)

3. Date of Earliest Transaction

Officer (give title

10% Owner

Other (specify

C/O SCIENTIFIC GAMES INTERNATIONAL, INC., 1500 **BLUEGRASS LAKES PARKWAY** 

(State)

(First)

(Street) 4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

X\_ Director

Filed(Month/Day/Year)

(Month/Day/Year)

05/22/2009

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

ALPHARETTA,, GA 30004

(011)	(State)	Table	e I - Non-Do	erivative S	securi	ties Ac	quired, Disposed	of, or Beneficia	lly Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ties		5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	nAcquired (A) or			Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	Disposed of (D)			Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)			Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
					(4)		Reported		
				(A) or		Transaction(s)			
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common	05/00/000		1.4	200		Φ.Ω	11 (20	Ъ	
Stock	05/22/2009		M	200	A	\$0	11,629	D	
Common	05/23/2009		M	296	A	\$0	11,925	D	
Stock									

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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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. Transactic Code (Instr. 8)	ctionof E Derivative (M		Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price Derivat Securit (Instr. 5
				Code V	(Α) (Γ		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0	05/22/2009		M	20	00	<u>(1)</u>	<u>(1)</u>	Common Stock	200	\$ 0
Restricted Stock Units	\$ 0	05/23/2009		M	29	96	<u>(1)</u>	<u>(1)</u>	Common Stock	296	\$ 0

## **Reporting Owners**

Reporting Owner Name / Address	Keiationsinps						
	Director	10% Owner	Officer	Other			

BICKELL CLIFF O C/O SCIENTIFIC GAMES INTERNATIONAL, INC. 1500 BLUEGRASS LAKES PARKWAY ALPHARETTA,, GA 30004



Dalationchine

## **Signatures**

Kyle Blue for Cliff Bickell 05/26/2009

\*\*Signature of Reporting Date
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) These restricted stock units are payable in common stock as follows: one-third of the units are payble each year from original grant date. 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.

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