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SCIENTIFIC GAMES CORP
Form 8-K
July 29, 2005

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): July 29, 2005

0-13063
(Commission File Number)

SCIENTIFIC GAMES CORPORATION
(Exact name of registrant as specified in its charter)

Delaware
(State of Incorporation)

81-0422894
(IRS Employer
Identification Number)

750 Lexington Avenue, New York, New York 10022
(Address of registrant's principal executive office)

(212) 754-2233
(Registrant's telephone number)

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 8.01 Other Events.

Item 9.01 Financial Statements and Exhibits.

Item 8.01. Other Events.

Certain information included in the Registrant's Registration Statement on Form S-3, as amended, Registration No. 333-124107, and Registration Statement on Form S-4, as amended, Registration No. 333-124106 (each a "Registration Statement" and collectively the "Registration Statements"), under the caption "Risk Factors--Risk Factors Relating to Our Business" is attached hereto as Exhibit 99.1 and is incorporated herein by reference. The fifth paragraph of the seventh risk factor in the attached Exhibit 99.1 is included only in the Registration Statement on Form S-3.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits

Exhibit No.	Description
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99.1	Certain information included under the caption "Risk Factors Relating to Our Business" in the Registration Statements.
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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

SCIENTIFIC GAMES CORPORATION

By: /s/ Martin E. Schloss

Name: Martin E. Schloss
Title: Vice President, General Counsel and
Secretary

Date: July 29, 2005

Exhibit Index

Exhibit No. Description

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- 99.1 Certain information included under the caption "Risk Factors Relating to Our Business" in the Registration Statements.