

Karskens Paulus
Form 4
January 27, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Karskens Paulus

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)
11/10/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President of International

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)
 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. 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 Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock	11/10/2009		M	1,756 A \$ 0	38,872 ⁽¹⁾	D	
Common Stock	11/12/2009		M	3,545 A \$ 0	42,417 ⁽¹⁾	D	
Common Stock	11/14/2009		M	5,586 A \$ 0	48,003 ⁽¹⁾	D	
Common Stock	12/02/2009		M	1,200 A \$ 0	49,203 ⁽¹⁾	D	
	12/16/2009		S	3,500 D	45,703 ⁽¹⁾	D	

Edgar Filing: Karskens Paulus - Form 4

Common Stock \$ 19.07

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 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 Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Restricted Stock Units	\$ 0 ⁽²⁾	11/10/2009		M	1,756 ₍₁₎	11/10/2007 ⁽³⁾ 11/10/2016	Common Stock	
Restricted Stock Units	\$ 0 ⁽²⁾	11/12/2009		M	3,545 ₍₁₎	11/12/2008 ⁽⁴⁾ 05/09/2018	Common Stock	
Restricted Stock Units	\$ 0 ⁽²⁾	11/14/2009		M	5,586 ₍₁₎	11/14/2009 ⁽³⁾ 11/14/2018	Common Stock	
Restricted Stock Units	\$ 0 ⁽²⁾	12/02/2009		M	1,200 ₍₁₎	12/02/2006 ⁽⁵⁾ 01/11/2016	Common Stock	
Restricted Stock Units	\$ 0 ⁽²⁾	12/02/2009		A	17,682	12/02/2010 ⁽⁶⁾ 12/02/2019	Common Stock	
Stock Option (right to buy)	\$ 18.97	12/02/2009		A	42,692	12/02/2010 ⁽⁶⁾ 12/02/2019	Common Stock	

Reporting Owners

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

Karskens Paulus
C/O INTERNATIONAL GAME TECHNOLOGY
9295 PROTOTYPE DRIVE
RENO, NV 89521

President of
International

Signatures

Virginia Williams, Attorney-In-Fact for Paulus
Karskens

01/26/2010

__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) Acquisition of IGT common stock on vesting and disposition of IGT restricted stock unit awards.
- (2) Each restricted stock unit represents a contingent right to receive one share of IGT common stock
- (3) The restricted stock units vest in four equal annual installments commencing on the first anniversary of the date of grant.
- (4) The restricted stock units vest in four equal annual installments commencing on November 12, 2008.
- (5) The restricted stock units vest in five equal annual installments commencing on December 2, 2006.
- (6) The restricted stock units and option vest in four equal annual installments 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.