

BURT RICHARD R

Form 4

December 14, 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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BURT RICHARD R

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)
12/13/2007

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

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. 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	
Common Stock	12/13/2007		M		40,000	A \$ 17.5	43,200 D
Common Stock	12/13/2007		M		24,000	A \$ 17.5225	67,200 D
Common Stock	12/13/2007		M		24,000	A \$ 19.46	91,200 D
Common Stock	12/13/2007		S		300	D \$ 44.24	90,900 D
	12/13/2007		S		300	D \$ 44.23	90,600 D

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Common Stock							
Common Stock	12/13/2007	S	300	D	\$ 44.22	90,300	D
Common Stock	12/13/2007	S	400	D	\$ 44.21	89,900	D
Common Stock	12/13/2007	S	200	D	\$ 44.2	89,700	D
Common Stock	12/13/2007	S	400	D	\$ 44.18	89,300	D
Common Stock	12/13/2007	S	5,000	D	\$ 44.17	84,300	D
Common Stock	12/13/2007	S	1,800	D	\$ 44.16	82,500	D
Common Stock	12/13/2007	S	5,100	D	\$ 44.15	77,400	D
Common Stock	12/13/2007	S	1,600	D	\$ 44.14	75,800	D
Common Stock	12/13/2007	S	1,100	D	\$ 44.13	74,700	D
Common Stock	12/13/2007	S	3,500	D	\$ 44.12	71,200	D
Common Stock	12/13/2007	S	3,500	D	\$ 44.11	67,700	D
Common Stock	12/13/2007	S	9,900	D	\$ 44.1	57,800	D
Common Stock	12/13/2007	S	600	D	\$ 44.095	57,200	D
Common Stock	12/13/2007	S	2,200	D	\$ 44.09	55,000	D
Common Stock	12/13/2007	S	900	D	\$ 44.085	54,100	D
Common Stock	12/13/2007	S	2,900	D	\$ 44.08	51,200	D
Common Stock	12/13/2007	S	1,000	D	\$ 44.075	50,200	D
Common Stock	12/13/2007	S	900	D	\$ 44.07	49,300	D
Common Stock	12/13/2007	S	7,000	D	\$ 44.05	42,300	D
	12/13/2007	S	300	D	\$ 44.055	42,000	D

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Common
Stock

Common Stock	12/13/2007	S	19,500	D	\$ 44.05	22,500	D
Common Stock	12/13/2007	S	1,300	D	\$ 44.04	21,200	D
Common Stock	12/13/2007	S	1,100	D	\$ 44.02	20,100	D
Common Stock	12/13/2007	S	6,500	D	\$ 44	13,600	D
Common Stock	12/13/2007	S	200	D	\$ 43.81	13,400	D

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

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(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 Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (right to buy) ⁽¹⁾	\$ 17.5	12/13/2007		M	40,000	12/30/2002 ⁽²⁾ 12/30/2011	Common Stock 40,000
Stock Option (right to buy) ⁽¹⁾	\$ 17.5225	12/13/2007		M	24,000	03/04/2003 ⁽³⁾ 03/04/2012	Common Stock 24,000
Stock Option (right to buy) ⁽¹⁾	\$ 19.46	12/13/2007		M	24,000	03/03/2004 ⁽³⁾ 03/03/2013	Common Stock 24,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BURT RICHARD R C/O INTERNATIONAL GAME TECHNOLOGY 9295 PROTOTYPE DRIVE RENO, NV 89521	X			

Signatures

Virginia Williams, Attorney-In-Fact for Richard
R. Burt

12/14/2007

__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) Non-Employee Director Stock Option (right to buy) granted pursuant to the IGT 2002 Stock Incentive Plan.
- (2) The option became 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 the grant.
- (3) The option became exercisable in equal annual installments over a period of three years, at the rate of 33-1/3%, commencing on the anniversary of the date of grant.

Remarks:

This Form 4 is one of two filed with the SEC on December 14, 2007 to report transactions that occurred on December 13, 2007.

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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