#### SCIENTIFIC GAMES CORP

Form 4

December 12, 2007

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

**OMB APPROVAL** 

**OMB** 3235-0287 Number:

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**SECURITIES** obligations

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

1(b).

(Print or Type Responses)

may continue.

1. Name and Address of Reporting Person \* SAFERIN STEVEN M

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

SCIENTIFIC GAMES CORP [SGMS]

3. Date of Earliest Transaction

(Check all applicable)

(Last) (First) (Middle)

(Street)

(State)

(Month/Day/Year) 12/10/2007

Other (specify X\_ Officer (give title below) VP-PROPERTIES & DIVISION PRES.

C/O SCIENTIFIC GAMES CORPORATION, 750 LEXINGTON AVENUE, 25TH **FLOOR** 

(Zip)

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

Director

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

NEW YORK, NY 10022

(City)

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. Transactio Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or			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)
Class A Common Stock	12/10/2007			Amount 14,600	(D)	Price \$ 15.96	14,600	D	
Class A Common Stock	12/10/2007		M <u>(1)</u>	4,600	A	\$ 23.15	19,200	D	
Class A Common Stock	12/10/2007		S <u>(1)</u>	19,200	D	\$ 34.02	0	D	

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

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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)	Code	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
Employee Stock Option (right to buy)	\$ 15.96	12/10/2007		M <u>(1)</u>	14,600	(2)	12/07/2013	Common Stock	14,600
Employee Stock Option (right to buy)	\$ 23.15	12/10/2007		M <u>(1)</u>	4,600	<u>(3)</u>	12/08/2014	Common Stock	4,600

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

SAFERIN STEVEN M C/O SCIENTIFIC GAMES CORPORATION 750 LEXINGTON AVENUE, 25TH FLOOR NEW YORK, NY 10022

VP-PROPERTIES & DIVISION PRES.

# **Signatures**

/s/ Jack Sarno, attorney-in-fact for Steven M.
Saferin
12/12/2007

\*\*Signature of Reporting Person Date

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# **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) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 30, 2007.
- The option became exercisable as to 14,600 shares on December 8, 2007 and becomes exercisable as to 14,600 shares on December 8, 2008
- (3) The option became exercisable as to 4,600 shares on December 9, 2007 and becomes exercisable as to 4,600 shares on each of December 9, 2008 and 2009.

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.