

Lipkin Jeff S
Form 4
October 30, 2009

FORM 4

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

OMB APPROVAL

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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 *
Lipkin Jeff S

2. Issuer Name and Ticker or Trading Symbol
SCIENTIFIC GAMES CORP
[SGMS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

 Director 10% Owner
 Officer (give title below) Other (specify below)
VP & Chief Financial Officer

(Last) (First) (Middle)
C/O SCIENTIFIC GAMES CORPORATION, 750 LEXINGTON AVENUE, 25TH FLOOR

3. Date of Earliest Transaction (Month/Day/Year)
10/30/2009

(Street)
NEW YORK, NY 10022

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

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Class A Common Stock | 10/30/2009 | | P | 400 | A \$ 13.76 | 400 | D |
| Class A Common Stock | 10/30/2009 | | P | 900 | A \$ 13.79 | 1,300 | D |
| Class A Common Stock | 10/30/2009 | | P | 200 | A \$ 13.8 | 1,500 | D |

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| | | | | | | | |
|----------------------------|------------|---|-----|---|-------------|-------|---|
| Class A Common Stock | 10/30/2009 | P | 200 | A | \$ 13.93 | 1,700 | D |
| Class A Common Stock | 10/30/2009 | P | 400 | A | \$ 13.94 | 2,100 | D |
| Class A Common Stock | 10/30/2009 | P | 400 | A | \$ 13.95 | 2,500 | D |
| Class A Common Stock | 10/30/2009 | P | 100 | A | \$ 14.11 | 2,600 | D |
| Class A Common Stock | 10/30/2009 | P | 100 | A | \$ 14.14 | 2,700 | D |
| Class A Common Stock | 10/30/2009 | P | 400 | A | \$ 14.16 | 3,100 | D |
| Class A Common Stock | 10/30/2009 | P | 500 | A | \$ 14.17 | 3,600 | D |
| Class A Common Stock | 10/30/2009 | P | 100 | A | \$ 14.18 | 3,700 | D |
| Class A Common Stock | 10/30/2009 | P | 200 | A | \$ 14.23 | 3,900 | D |
| Class A Common Stock | 10/30/2009 | P | 300 | A | \$ 14.27 | 4,200 | D |
| Class A Common Stock | 10/30/2009 | P | 800 | A | \$ 14.29 | 5,000 | D |

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.

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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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying | 8. Price of Derivative Security | 9. Nu Deriv Secur |
|---------------------------------------|------------------------------|---|---|------------------------|-----------------|--|---|---------------------------------------|-------------------------|
|---------------------------------------|------------------------------|---|---|------------------------|-----------------|--|---|---------------------------------------|-------------------------|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Securities (Instr. 3 and 4) | (Instr. 5) | Bene- Own- Follo- Repo- Trans- (Instr. | | | |
|------------|------------------------------------|------------------|------------|---|--------------------------------|------------|---|--------------------|-------|--|
| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Lipkin Jeff S
 C/O SCIENTIFIC GAMES CORPORATION
 750 LEXINGTON AVENUE, 25TH FLOOR
 NEW YORK, NY 10022

VP & Chief Financial Officer

Signatures

/s/ Jack Sarno, attorney-in-fact for Jeff
 Lipkin

10/30/2009

__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).

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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