INTERNATIONAL GAME TECHNOLOGY Form 8-K May 05, 2009

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549		E COMMISSION
	FORM 8-K	<u>-</u>
	CURRENT REPORT	-
Pursuant to Section 1	13 or 15(d) of the Securities	Exchange Act of 1934
Date of Repo	ort (Date of earliest event reported):	May 4, 2009

INTERNATIONAL GAME TECHNOLOGY

(Exact name of Registrant as specified in its charter)

Nevada (State or Other Jurisdiction of Incorporation) 001-10684 (Commission File Number) 88-0173041 (I.R.S. Employer Identification Number)

9295 Prototype Drive, Reno, Nevada (Address of Principal Executive Offices)

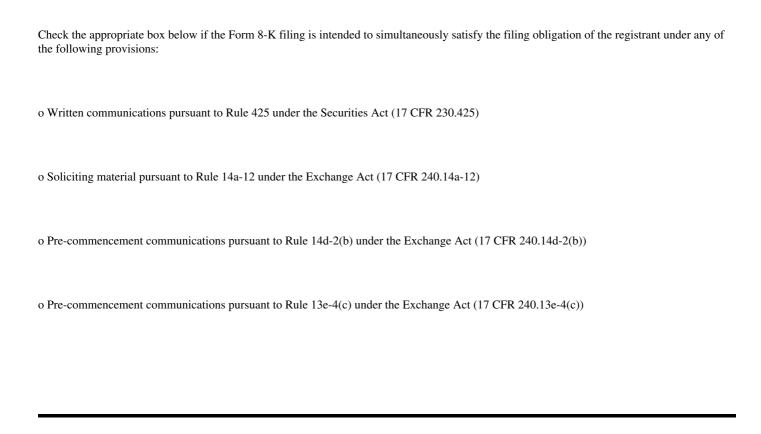
89521 (Zip Code)

(775) 448-7777

(Registrant s telephone number, including area code)

N/A

(Former Name or Former Address, if Changed Since Last Report)



Item 8.01. Other Events.

On May 4, 2009, International Game Technology issued a press release announcing its intention to offer, subject to market and other conditions, approximately \$500 million in aggregate principal amount of its Convertible Notes due 2014 in a private placement to qualified institutional buyers pursuant to Rule 144A under the Securities Act of 1933, as amended. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

- (d) Exhibits.
- 99.1 Press Release dated May 4, 2009

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SIGNATURE

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

INTERNATIONAL GAME TECHNOLOGY

Date: May 4, 2009 By: /s/ Patrick Cavanaugh

Patrick Cavanaugh Executive Vice President Chief Financial Officer

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Exhibit Index

Exhibit 99.1 **Description of Exhibit**

Press Release dated May 4, 2009

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