

SCIENTIFIC GAMES CORP  
Form 3  
May 02, 2019

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 * |         |          | 2. Date of Event Requiring Statement  | 3. Issuer Name and Ticker or Trading Symbol |  |
| SCIENTIFIC GAMES CORP                     |         |          | (Month/Day/Year)  | SciPlay Corp [SCPL]                         |  |
| (Last)                                    | (First) | (Middle) | 05/02/2019  |   |  |
| 6601 BERMUDA ROAD                         |         |          | 4. Relationship of Reporting Person(s) to Issuer  |   |  |
| (Street)                                  |         |          | (Check all applicable)  |   |  |
| LAS VEGAS, NV 89119                       |         |          | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below)    (specify below) |   |  |
| (City)                                    | (State) | (Zip)    | 5. If Amendment, Date Original Filed(Month/Day/Year)  |   |  |
|   |         |          | 6. Individual or Joint/Group Filing(Check Applicable Line)  |   |  |
|   |         |          | <input type="checkbox"/> Form filed by One Reporting Person<br><input checked="" type="checkbox"/> Form filed by More than One Reporting Person   |   |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Class B Common Stock               | 124,405,319  | I   | See footnotes <u>(1)</u> <u>(2)</u>                      |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D)<br>or Indirect | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|--|--|--|
|   | Date Exercisable    Expiration Date                         | Title    Amount or Number of   |  |  |  |

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|               |       |       |                            |             |        |                   |                          |
|---------------|-------|-------|----------------------------|-------------|--------|-------------------|--------------------------|
|               |       |       |                            | Shares      |        | (I)<br>(Instr. 5) |                          |
| LLC Interests | Â (3) | Â (3) | Class A<br>Common<br>Stock | 124,405,319 | \$ (3) | I                 | See footnotes (1)<br>(2) |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| SCIENTIFIC GAMES CORP<br>6601 BERMUDA ROAD<br>LAS VEGAS, NV 89119          | Â             | Â X       | Â       | Â     |
| BALLY TECHNOLOGIES, INC.<br>6601 BERMUDA ROAD<br>LAS VEGAS, NV 89119       | Â             | Â X       | Â       | Â     |
| BALLY GAMING INC<br>6601 BERMUDA ROAD<br>LAS VEGAS, NV 89119               | Â             | Â X       | Â       | Â     |
| SG Social Holding Co II, LLC<br>6601 BERMUDA ROAD<br>LAS VEGAS, NV 89119   | Â             | Â X       | Â       | Â     |
| SG Social Holding Co I, LLC<br>6601 BERMUDA ROAD<br>LAS VEGAS, NV 89119    | Â             | Â X       | Â       | Â     |
| SG Social Holding Company, LLC<br>6601 BERMUDA ROAD<br>LAS VEGAS, NV 89119 | Â             | Â X       | Â       | Â     |

## Signatures

|   |            |
|---|------------|
| Scientific Games Corporation By: /s/ Michael A. Quartieri Title: Executive Vice President,<br>CFO, Treasurer & Corporate Secretary                        | 05/02/2019 |
| **Signature of Reporting Person   | Date       |
| Bally Technologies, Inc. By: /s/ Michael A. Quartieri Title: President, Treasurer & Secretary   | 05/02/2019 |
| **Signature of Reporting Person   | Date       |
| Bally Gaming, Inc. By: /s/ Michael A. Quartieri Title: President, Treasurer & Secretary   | 05/02/2019 |
| **Signature of Reporting Person   | Date       |
| SG Social Holding Company II, LLC By: /s/ Michael A. Quartieri Title: President, CFO &<br>Secretary   | 05/02/2019 |
| **Signature of Reporting Person   | Date       |
| SG Social Holding Company I, LLC By: SG Social Holding Company II, LLC, its sole<br>member By: /s/ Michael A. Quartieri Title: President, CFO & Secretary | 05/02/2019 |
| **Signature of Reporting Person   | Date       |

SG Social Holding Company, LLC By: SG Social Holding Company I, LLC, its sole member  
By: SG Social Holding Company II, LLC, its sole member By: /s/ Michael A. Quartieri Title:  
President, CFO & Secretary

05/02/2019

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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).

Represents 123,141,319 and 1,264,000 shares of Class B common stock of the Issuer and an equal number of LLC Interests of SciPlay

(1) Parent Company, LLC (each, an "LLC Interest") held by SG Social Holding Company I, LLC and SG Social Holding Company, LLC respectively.

Scientific Games Corporation is the sole stockholder of Bally Technologies, Inc., which is the sole stockholder of Bally Gaming, Inc., which is the sole member of SG Social Holding Company II, LLC, which is the sole member of SG Social Holding Company I, LLC,

(2) which is the sole member of SG Social Holding Company, LLC. Therefore, each of the foregoing entities may be deemed to beneficially own the shares of Class B common stock of the Issuer and the LLC Interests held by SG Social Holding Company I, LLC and SG Social Holding Company, LLC.

The LLC Interests may be redeemed by the Reporting Persons, subject to certain limitations, at any time for shares of Class A common

(3) stock of the Issuer on a 1-to-1 basis, and a corresponding number of shares of Class B common stock of the Issuer will be cancelled for no other consideration upon any such redemption.

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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