

INTERNATIONAL GAME TECHNOLOGY

Form 424B3

April 06, 2007

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Registration No. 333-141208

PROSPECTUS SUPPLEMENT NO. 3
(TO PROSPECTUS DATED MARCH 9, 2007)

INTERNATIONAL GAME TECHNOLOGY

\$900,000,000

2.60% Convertible Debentures due December 15, 2036

Shares of Common Stock Issuable Upon Conversion Of The Debentures

This Prospectus Supplement No. 3 supplements and amends the Prospectus dated March 9, 2007, as previously supplemented and amended (the Prospectus), relating to the resale from time to time by holders of our 2.60% Convertible Debentures Due 2036 and shares of our common stock issuable upon the conversion of the Debentures of such securities. Such information has been obtained from the selling securityholders. This prospectus supplement should be read in conjunction with the Prospectus, which is to be delivered with this prospectus supplement.

The information appearing in the table below, as of the date hereof, supplements and amends the information in the table appearing under the heading Selling Securityholders in the Prospectus, and, where the name of a Selling Securityholder identified in the table below also appears in the table in the Prospectus, the information set forth in the table below regarding that Selling Securityholder supersedes the information in the Prospectus:

Selling Securityholder	Principal Amount of Debentures Beneficially Owned and Offered Hereby	Percentage of Debentures Outstanding	Number of Shares of Common Stock	
			Beneficially Owned	Offered Hereby(1)
DBAG London	\$ 7,700,000	*	*	124,643
Deutsche Bank Securities Inc.	2,984,000	*	*	48,303
Family Service Life Insurance Company	100,000	*	*	1,618
Guardian Life Insurance Company	9,000,000	1.00	*	145,687
Guardian Pension Trust	900,000	*	*	14,568
Lehman Brothers Inc.	3,000,000	*	*	48,562
McMahan Securities Co. LP	3,600,000	*	*	58,275
Tribeca Convertibles LP	5,000,000	*	*	80,937

* Less than 1%

(1) The number of shares of common stock offered hereby includes shares of common stock into which the Debentures are convertible. The number of shares of common stock offered hereby is based on a conversion rate of 16.1875 shares of common stock per \$1,000 principal amount of maturity of the Debentures. The number of shares of common stock owned by the other Selling Securityholders or any future transferee from any such holder assumes that they do not beneficially own any common stock other than common stock into which the Debentures are convertible at a conversion rate of 16.1875 shares of common stock per \$1,000 principal amount of maturity of the Debentures.

INVESTING IN THE DEBENTURES OR THE COMMON STOCK ISSUABLE UPON CONVERSION OF THE DEBENTURES INVOLVES A HIGH DEGREE OF RISK. PLEASE CONSIDER THE RISK FACTORS BEGINNING ON PAGE 6 OF THE PROSPECTUS.

NEITHER THE SECURITIES AND EXCHANGE COMMISSION NOR ANY STATE SECURITIES COMMISSION HAS APPROVED OR DISAPPROVED OF THESE SECURITIES OR DETERMINED IF THE PROSPECTUS IS TRUTHFUL OR COMPLETE. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

The date of this prospectus supplement is April 6, 2007.
