Trask James B
Form 4
August 18, 2011

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Trask James B

(Last) (First) (Middle)

C/O SCIENTIFIC GAMES CORPORATION, 1500 BLUEGRASS LAKES PARKWAY

(Street)

ALPHARETTA, GA 30004

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
08/16/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Division President

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

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)	4. Transaction Code (Instr. 8)		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	08/16/2011		D			6,400	(1)	12/07/2013	Common Stock	6,400
Restricted Stock Units	(1)	08/16/2011		A		618		(1)	(1)	Common Stock	618
Employee Stock Option (right to buy)	$ 23.15	08/16/2011		D			9,600	(2)	12/08/2014	Common Stock	9,600
Restricted Stock Units	(2)	08/16/2011		A		617		(2)	(2)	Common Stock	617
Employee Stock Option (right to buy)	$ 27.68	08/16/2011		D			10,000	(3)	12/14/2015	Common Stock	10,000
Restricted Stock Units	(3)	08/16/2011		A		669		(3)	(3)	Common Stock	669
Employee Stock Option (right to buy)	$ 33.94	08/16/2011		D			8,609	(4)	02/26/2017	Common Stock	8,609
Restricted Stock Units	(4)	08/16/2011		A		661		(4)	(4)	Common Stock	661
Employee Stock Option (right to	$ 21.27	08/16/2011		D			12,926	(5)	02/25/2018	Common Stock	12,926

buy)								
Restricted Stock Units	(5)	08/16/2011	A	2,573	(5)	(5)	Common Stock	2,573
Employee Stock Option (right to buy)	$ 12.21	08/16/2011	D	18,325	(6)	02/22/2019	Common Stock	18,325
Restricted Stock Units	(6)	08/16/2011	A	7,796	(6)	(6)	Common Stock	7,796
Employee Stock Option (right to buy)	$ 15.65	08/16/2011	D	16,450	(7)	02/21/2020	Common Stock	16,450
Restricted Stock Units	(7)	08/16/2011	A	6,090	(7)	(7)	Common Stock	6,090

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Trask James B C/O SCIENTIFIC GAMES CORPORATION 1500 BLUEGRASS LAKES PARKWAY ALPHARETTA, GA 30004			Division President	

Signatures

/s/ Jack Sarno, attorney-in-fact for James B. Trask	08/18/2011
**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).

(1) On August 16, 2011, the issuer canceled, pursuant to the issuer's option exchange program, an option granted to the reporting person on December 8, 2003 (such canceled option provided for vesting in five equal installments beginning on December 8, 2004). In exchange for the option, the reporting person received 618 restricted stock units, all of which are scheduled to vest on August 16, 2012. Each unit converts into a share of common stock on a one-for-one basis.

(2) On August 16, 2011, the issuer canceled, pursuant to the issuer's option exchange program, an option granted to the reporting person on December 9, 2004 (such canceled option provided for vesting in five equal installments beginning on December 9, 2005). In exchange for the option, the reporting person received 617 restricted stock units, all of which are scheduled to vest on August 16, 2012. Each unit converts into a share of common stock on a one-for-one basis.

(3) On August 16, 2011, the issuer canceled, pursuant to the issuer's option exchange program, an option granted to the reporting person on December 15, 2005 (such canceled option provided for vesting in five equal installments beginning on December 15, 2006). In exchange for the option, the reporting person received 669 restricted stock units, all of which are scheduled to vest on August 16, 2012. Each unit converts into a share of common stock on a one-for-one basis.

(4) On August 16, 2011, the issuer canceled, pursuant to the issuer's option exchange program, an option granted to the reporting person on February 27, 2007 (such canceled option provided for vesting in five equal installments beginning on February 27, 2008). In exchange for the option, the reporting person received 661 restricted stock units, all of which are scheduled to vest on August 16, 2012. Each unit converts into a share of common stock on a one-for-one basis.

(5) On August 16, 2011, the issuer canceled, pursuant to the issuer's option exchange program, an option granted to the reporting person on February 26, 2008 (such canceled option provided for vesting in five equal installments beginning on February 26, 2009). In exchange for the option, the reporting person received 2,573 restricted stock units, 2,058 of which are scheduled to vest on August 16, 2012 and 515 of which are scheduled to vest on February 26, 2013. Each unit converts into a share of common stock on a one-for-one basis.

(6) On August 16, 2011, the issuer canceled, pursuant to the issuer's option exchange program, an option granted to the reporting person on February 23, 2009 (such canceled option provided for vesting in five equal installments beginning on February 23, 2010). In exchange for the option, the reporting person received 7,796 restricted stock units, 4,678 of which are scheduled to vest on August 16, 2012, 1,559 of which are scheduled to vest on February 23, 2013 and 1,559 of which are scheduled to vest on February 23, 2014. Each unit converts into a share of common stock on a one-for-one basis.

(7) On August 16, 2011, the issuer canceled, pursuant to the issuer's option exchange program, an option granted to the reporting person on February 22, 2010 (such canceled option provided for vesting in four equal installments beginning on February 22, 2011). In exchange for the option, the reporting person received 6,090 restricted stock units, 3,045 of which are scheduled to vest on August 16, 2012, 1,522 of which are scheduled to vest on February 22, 2013 and 1,523 of which are scheduled to vest on February 22, 2014. Each unit converts into a share of common stock on a one-for-one basis.

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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