HART PATTI S Form 4 March 24, 2009

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * HART PATTI S

2. Issuer Name and Ticker or Trading Symbol

INTERNATIONAL GAME TECHNOLOGY [IGT]

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

(Last) (First) 3. Date of Earliest Transaction (Month/Day/Year)

_X__ Director 10% Owner X_ Officer (give title Other (specify

C/O INTERNATIONAL GAME TECHNOLOGY, 9295

03/20/2009

(Middle)

below) President & CEO

PROTOTYPE DRIVE

(Street)

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

RENO, NV 89521

(City)	(State)	(Zip) Tabl	e I - Non-D	Derivative S	ecuriti	ies Acqu	iired, Disposed of	, or Beneficiall	y 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. Securitie on(A) or Disp (Instr. 3, 4	osed o	of (D)	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)
Common Stock	03/20/2009		D <u>(1)</u>	2,750	D	\$0	3,450	D	
Common Stock (2)	03/20/2009		A	116,959	A	\$ 9.12	120,409	D	
Common Stock (3)	03/20/2009		A	58,480	A	\$0	178,889	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

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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 or 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 An Underlying Sec (Instr. 3 and 4)
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title N
Stock Option (right to buy)	\$ 8.48	03/20/2009		D(5)	(11)	11,000	03/03/2010	03/03/2019	Common Stock
Stock Option (right to buy) (4)	\$ 9.12	03/20/2009		A	661,704		03/20/2010(6)	03/20/2019	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
HART PATTI S C/O INTERNATIONAL GAME TECHNOLOGY 9295 PROTOTYPE DRIVE RENO, NV 89521	X		President & CEO			
Signatures						
/s/ Chrissy Lane, Attorney-In-Fact for Patti S. Hart	03/24/2	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).
- (1) Restricted Stock Award dated 3/3/09 was forfeited by mutual agreement of Reporting Person and IGT.
- (2) Grant of Restricted IGT Common Stock pursuant to the IGT 2002 Stock Incentive Plan, with dividend and voting rights. The restricted shares are scheduled to vest over a period of four years, at the rate of 25%, commencing on the first anniversary of the date of grant.
- (3) Grant of Restricted IGT Common Stock pursuant to the IGT 2002 Stock Incentive Plan, with dividend and voting rights. The vesting of the restricted shares is contingent on the achievement of certain performance objectives by IGT over a period of four years.
- (4) Stock Option (right to buy) granted pursuant to the IGT 2002 Stock Incentive Plan.

Reporting Owners 2

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- (5) Stock Option Award dated 3/3/09 was cancelled by mutual agreement of Reporting Person and IGT
- (6) The option becomes exercisable in equal annual installments over a period of four years, at the rate of 25%, commencing on the first anniversary of the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.