

DOVER DOWNS GAMING & ENTERTAINMENT INC  
Form 8-K  
February 02, 2009

**United States**  
**Securities And Exchange Commission**

Washington, D.C. 20549

**Form 8-K**

**Current Report**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **February 2, 2009**

**Dover Downs Gaming & Entertainment, Inc.**

(Exact name of registrant as specified in its charter)

**Commission File Number 1-16791**

**Delaware**  
(State or other jurisdiction of incorporation)

**51-0414140**  
(IRS Employer Identification No.)

**1131 N. DuPont Highway**  
**Dover, Delaware**  
(Address of principal executive offices)

**19901**  
(Zip Code)

Registrant's telephone number, including area code **(302) 674-4600**

N/A

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(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 2.02 Results of Operations and Financial Condition and**

**Item 7.01 Regulation FD Disclosure.**

The following information is furnished pursuant to Item 2.02 Results of Operations and Financial Condition and Item 7.01 Regulation FD Disclosure.

On February 2, 2009, we issued a press release announcing our financial results for the fourth quarter ended December 31, 2008. A copy of our press release is attached hereto as Exhibit 99.1 and hereby incorporated by reference.

**Item 9.01 Financial Statements and Exhibits.**

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|------|--|
| (d)  | Exhibits                                       |
| 99.1 | Press Release dated February 2, 2009           |
| 99.2 | Reconciliation of Operating Earnings to EBITDA |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, we have duly caused this report to be signed on our behalf by the undersigned hereunto duly authorized.

Dover Downs Gaming & Entertainment, Inc.

/s/ Denis McGlynn  
Denis McGlynn  
President and Chief Executive Officer

Dated: February 2, 2009



**EXHIBIT INDEX**

| <b>Exhibit<br/>Number</b> | <b>Description</b>   |
|---------------------------|--|
| 99.1                      | Press Release dated February 2, 2009, issued by Dover Downs Gaming & Entertainment, Inc. |
| 99.2                      | Reconciliation of Operating Earnings to EBITDA   |