SCIENTIFIC GAMES CORP Form 8-K August 17, 2009

UNITED STATES	
SECURITIES AND	EXCHANGE COMMISSION

Washington, D.C. 20549	XCHANGE COMMISSIO
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): August 17, 2009

SCIENTIFIC GAMES CORPORATION

(Exact name of registrant as specified in its charter)

Delaware (State of incorporation)

81-0422894 (IRS Employer Identification No.)

0-13063

(Commission File Number)

750 Lexington Avenue, New York, New York 10022

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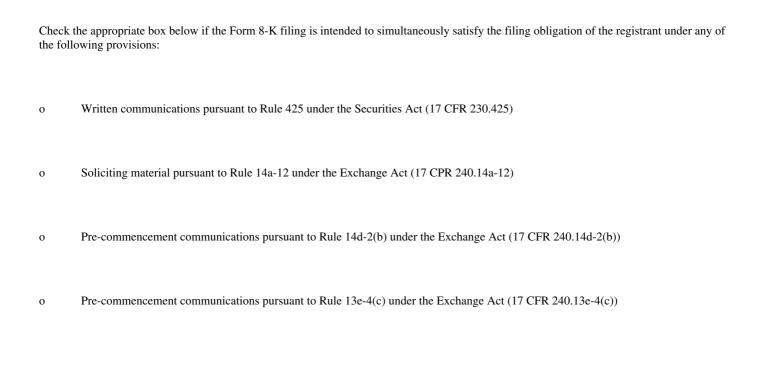
(Address of registrant s principal executive office)

(212) 754-2233

(Registrant s telephone number)

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)



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Item 8.01. Other Events.

On August 17, 2009, the amount authorized under Scientific Games Corporation's (the Company) program for the repurchase of its 0.75% Convertible Senior Subordinated Debentures due 2024 (the Convertible Debentures) was increased from \$158.3 million to \$183.3 million in aggregate principal amount. As of August 17, 2009, the Company has repurchased \$158.3 million in aggregate principal amount of Convertible Debentures, leaving \$25.0 million in aggregate principal amount of Convertible Debentures available to be repurchased under the program. There was approximately \$115.5 million in aggregate principal amount of Convertible Debentures outstanding as of August 17, 2009. The program, originally announced in December 2008, expires on December 31, 2009. Purchases are expected to be funded by cash flows from operations, borrowings, or a combination thereof. The manner, timing and amount of purchases will be determined by our management based on its evaluation of market conditions, price of the Convertible Debentures and other factors. The program may be suspended or discontinued at any time.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

SCIENTIFIC GAMES CORPORATION

Date: August 17, 2009 By: /s/ Jeffrey S. Lipkin

Name: Jeffrey S. Lipkin

Title: Vice President and Chief Financial Officer

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