

INTERNATIONAL GAME TECHNOLOGY

Form 4

November 21, 2007

FORM 4

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

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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MATTHEWS THOMAS J

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) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
11/19/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Executive Officer

C/O INTERNATIONAL GAME TECHNOLOGY, 9295 PROTOTYPE DRIVE

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

RENO, NV 89521

(City) (State) (Zip)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock | 11/19/2007 | | S | D | \$ 1,200 41.03 | D | |
| Common Stock | 11/19/2007 | | S | D | \$ 4,100 41.02 | D | |
| Common Stock | 11/19/2007 | | S | D | \$ 6,500 41.01 | D | |
| Common Stock | 11/19/2007 | | S | D | \$ 31,300 41 | D | |
| | 11/20/2007 | | S | D | 1,100 1,188,900 | D | |

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| | | | | | | | |
|--------------|------------|---|--------|---|----------|-----------|---|
| Common Stock | | | | | \$ 41.05 | | |
| Common Stock | 11/20/2007 | S | 500 | D | \$ 41.04 | 1,188,400 | D |
| Common Stock | 11/20/2007 | S | 2,400 | D | \$ 41.01 | 1,186,000 | D |
| Common Stock | 11/20/2007 | S | 13,200 | D | \$ 41 | 1,172,800 | D |
| Common Stock | 11/20/2007 | S | 1,800 | D | \$ 40.99 | 1,171,000 | D |
| Common Stock | 11/20/2007 | S | 2,600 | D | \$ 40.98 | 1,168,400 | D |
| Common Stock | 11/20/2007 | S | 400 | D | \$ 40.97 | 1,168,000 | D |
| Common Stock | 11/20/2007 | S | 4,300 | D | \$ 40.96 | 1,163,700 | D |
| Common Stock | 11/20/2007 | S | 3,300 | D | \$ 40.95 | 1,160,400 | D |
| Common Stock | 11/20/2007 | S | 2,600 | D | \$ 40.94 | 1,157,800 | D |
| Common Stock | 11/20/2007 | S | 2,300 | D | \$ 40.93 | 1,155,500 | D |
| Common Stock | 11/20/2007 | S | 800 | D | \$ 40.92 | 1,154,700 | D |
| Common Stock | 11/20/2007 | S | 3,300 | D | \$ 40.9 | 1,151,400 | D |
| Common Stock | 11/20/2007 | S | 500 | D | \$ 40.88 | 1,150,900 | D |
| Common Stock | 11/20/2007 | S | 1,800 | D | \$ 40.86 | 1,149,100 | D |
| Common Stock | 11/20/2007 | S | 1,500 | D | \$ 40.85 | 1,147,500 | D |
| Common Stock | 11/20/2007 | S | 1,900 | D | \$ 40.8 | 1,145,700 | D |
| Common Stock | 11/20/2007 | S | 700 | D | \$ 40.66 | 1,145,000 | D |
| Common Stock | 11/20/2007 | S | 1,503 | D | \$ 40.64 | 1,143,497 | D |
| Common Stock | 11/20/2007 | S | 2,200 | D | \$ 40.63 | 1,141,297 | D |
| | 11/20/2007 | S | 500 | D | | 1,140,797 | D |

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| | | | | | | | | |
|--------------|------------|---|--------|---|----------|-----------|---|--|
| Common Stock | | | | | | \$ 40.62 | | |
| Common Stock | 11/20/2007 | S | 2,000 | D | \$ 40.61 | 1,138,797 | D | |
| Common Stock | 11/20/2007 | S | 2,800 | D | \$ 40.6 | 1,135,997 | D | |
| Common Stock | 11/20/2007 | S | 94,097 | D | \$ 40.59 | 1,041,900 | D | |
| Common Stock | 11/20/2007 | S | 1,500 | D | \$ 40.58 | 1,040,400 | D | |
| Common Stock | 11/20/2007 | S | 800 | D | \$ 40.57 | 1,039,600 | D | |

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

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(9-02)

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MATTHEWS THOMAS J C/O INTERNATIONAL GAME TECHNOLOGY 9295 PROTOTYPE DRIVE RENO, NV 89521 | X | | Chief Executive Officer | |

Signatures

Virginia Williams, Attorney-In-Fact for Thomas J.
Matthews

11/21/2007

__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).

Remarks:

This Form 4 is one of four filed with the SEC on November 21, 2007 to report transactions that occurred on November 19 and

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.