

INTERNATIONAL GAME TECHNOLOGY  
Form 8-K  
January 09, 2009

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

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

**Date of Report (Date of earliest event reported): January 8, 2009**

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**INTERNATIONAL GAME TECHNOLOGY**

(Exact name of registrant as specified in its charter)

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<b>Nevada</b>	<b>001-10684</b>	<b>88-0173041</b>
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

**9295 Prototype Drive, Reno, Nevada 89521**

(Address of Principal Executive Office) (Zip Code)

**(775) 448-7777**

(Registrant's telephone number, including area code)

**N/A**

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

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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:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02 (b) (e)**

**Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On January 8, 2009, International Game Technology (IGT) and Stephen W. Morro, IGT's former Chief Operating Officer, entered into a Severance and General Release Agreement, which ceases Mr. Morro's employment with IGT.

The agreement provides for:

i.

a lump sum cash payment to Mr. Morro of \$600,000 as severance

ii.

continued coverage of Mr. Morro under IGT's medical insurance and benefit plans, which will be paid for by IGT for a period of 18 months

iii.

termination of vesting for all of Mr. Morro's unvested stock options and restricted stock awards

iv.

a one-year non-competition covenant, as well as a confidentiality covenant and a non-disparagement covenant

v.

a release of all claims against IGT and its affiliates.

As reported previously in IGT's Current Report on Form 8-K filed on September 2, 2008 (incorporated herein by reference), Mr. Morro resigned as IGT's Chief Operating Officer effective September 27, 2008, and remained with IGT as a non-executive employee.

**SIGNATURE**

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 hereunto duly authorized.

**INTERNATIONAL GAME TECHNOLOGY**

By:

/s/ J. KENNETH CREIGHTON

J. Kenneth Creighton

Vice President Corporate Law  
Department and Assistant Secretary

Date: January 9, 2009