

BARSKY NEIL  
Form 4  
June 09, 2006

**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 \*  
BARSKY NEIL

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)  
06/08/2006

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

9295 PROTOTYPE DRIVE

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

RENO, NV 89521

(City) (State) (Zip)

**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)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$.00015625 par value	06/08/2006		M		40,000	A	\$ 16.9625	2,480,000	D	
Common Stock, \$.00015625 par value	06/08/2006		M		24,000	A	\$ 19.46	2,504,000	D	
Common Stock, \$.00015625 par value	06/08/2006		P		35,800	A	\$ 35.89	2,539,800	I	See Footnote (1)

Common Stock, \$.00015625 par value	06/08/2006	P	264,200	A	\$ 35.89	2,804,000	I	See Footnote (2)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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)	Amount or Number of Shares
Stock Option (right to buy)	\$ 16.9625	06/08/2006		M	40,000	03/08/2005 <sup>(3)</sup> 03/08/2012	Common Stock \$.00015625 par value	40,000
Stock Option (right to buy)	\$ 19.46	06/08/2006		M	24,000	03/03/2006 <sup>(4)</sup> 03/03/2013	Common Stock, \$.00015625 par value	24,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARSKY NEIL 9295 PROTOTYPE DRIVE RENO, NV 89521	X			

## Signatures

/s/ Neil Barsky                      06/09/2006  
 \*\*Signature of                      Date  
 Reporting Person

## 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) These shares were acquired by Alson Signature Fund Offshore Portfolio, Ltd. Mr. Barsky is the managing member of Alson Capital Partners, LLC, which serves as investment adviser to Alson Signature Fund Offshore Portfolio, Ltd.

(2) These shares were acquired by Alson Signature Fund, L.P. Mr. Barsky is the managing member of Alson Capital Partners, LLC, which serves as investment adviser to Alson Signature Fund, L.P. Mr. Barsky is also the managing member of Alson Partners, LLC, the general partner of Alson Signature Fund, L.P.

(3) The option became exercisable in three equal annual installments ending on March 8, 2005, the third anniversary of the date of the grant.

(4) The option became exercisable in three equal annual installments ending on March 3, 2006, the third anniversary of the date of the grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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