

SCIENTIFIC GAMES CORP  
Form 8-K  
May 06, 2015

**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): **May 1, 2015**

**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)

**6650 S. El Camino Road, Las Vegas, Nevada 89118**

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(Address of registrant's principal executive office)

**(702) 897-7150**

(Registrant's telephone number)

**Not Applicable**

(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 (*see* General Instructions A.2. below):

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

On May 1, 2015, Scientific Games Corporation (the Company ) entered into a letter agreement with Larry A. Potts, Senior Vice President, Chief Compliance Officer and Director Corporate Security. The letter agreement amends Mr. Potts Employment Agreement dated as of January 1, 2006 (as amended) by extending the term of employment an additional two years to December 31, 2017.

The letter agreement for Mr. Potts is furnished as Exhibit 10.1 to this report.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

10.1 Letter Agreement to the Employment Agreement dated as of May 1, 2015, by and between Scientific Games Corporation and Larry A. Potts.

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**

By: /s/ Kathryn S. Lever  
Name: Kathryn S. Lever  
Title: General Counsel

Date: May 6, 2015