

SCIENTIFIC GAMES CORP
Form 8-K
November 22, 2013

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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): **November 18, 2013**

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)

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750 Lexington Avenue, New York, New York 10022

(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)

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.

As previously announced, on November 18, 2013, David L. Kennedy, Vice Chairman of the Board of Directors (the Board) of Scientific Games Corporation (the Company), was appointed President and Chief Executive Officer of the Company, succeeding A. Lorne Weil as Chief Executive Officer of the Company. Ronald O. Perelman was appointed Chairman of the Board.

Mr. Kennedy, 66, has served as Vice Chairman of the Board and a member of its Executive and Finance Committee since October 2009. Mr. Kennedy served as an executive of the Company from November 2010 until March 2012, including as Chief Administrative Officer from April 2011 until March 2012. Mr. Kennedy served as President and Chief Executive Officer of Revlon, Inc. from September 2006 through May 2009. Most recently, Mr. Kennedy served as President of MacAndrews & Forbes Holdings Inc. Mr. Kennedy's business career, spanning four decades, also includes senior management and senior financial positions with The Coca-Cola Company, including Managing Director of Coca-Cola Amatil Limited, a publicly held Australian company.

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: November 22, 2013

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| By: | /s/ Jack B. Sarno | |
| | Name: | Jack B. Sarno |
| | Title: | Vice President - Worldwide Legal Affairs and Corporate Secretary |