INTERNATIONAL GAME TECHNOLOGY
Form 11-K
June 21, 2011

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 11-K

[X] ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the fiscal year ended December 31, 2010

OR

[ ] TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the transition period from __________ to __________

Commission File Number 001-10684

A. Full title of the plan and the address of the plan, if different from that of the issuer named below:

IGT PROFIT SHARING PLAN

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

INTERNATIONAL GAME TECHNOLOGY

9295 Prototype Drive, Reno, NV 89521

(775) 448-7777

REQUIRED INFORMATION

The IGT Profit Sharing Plan (the Plan) is subject to the Employee Retirement Income Security Act of 1974 (ERISA). Therefore, in lieu of the requirements of Items 1-3 of Form 11-K, the financial statements and schedule of the Plan for the years ended December 31, 2010 and 2009, which have been prepared in accordance with accounting principles generally accepted in the United States of America and which satisfy the financial reporting requirements of ERISA, are filed herewith and incorporated herein by this reference. The written consent of Burr Pilger Mayer, Inc. with respect to the 2010 annual financial statements of the Plan is filed as Exhibit 23.1 to this Annual Report. The written consent of Grant Thornton LLP with respect to the 2009 annual financial statements of the Plan is filed as Exhibit 23.2 to this Annual Report.

IGT Profit Sharing Plan

Financial Statements as of and for the Years Ended
December 31, 2010 and 2009, Supplemental
Schedule as of December 31, 2010, and
Reports of Independent Registered Public Accounting Firms

IGT Profit Sharing Plan

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REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Trustees and Participants of the

IGT Profit Sharing Plan

We have audited the accompanying statement of net assets available for benefits of the IGT Profit Sharing Plan (the Plan) as of December 31, 2010, and the related statement of changes in net assets available for benefits for the year then ended. These financial statements are the responsibility of the Plan’s management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. The Plan is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audit included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan’s internal control over financial reporting. Accordingly, we express no such opinion. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2010, and the changes in net assets available for benefits for the year ended December 31, 2010 in conformity with accounting principles generally accepted in the United States of America.

Our audit was performed for the purpose of forming an opinion on the basic 2010 financial statements taken as a whole. The accompanying supplemental schedule of assets (held at end of year) is presented for the purpose of additional analysis and is not a required part of the basic 2010 financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The supplemental schedule is the responsibility of the Plan's management. This supplemental schedule has been subjected to the auditing procedures applied in the audit of the basic 2010 financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic 2010 financial statements taken as a whole.

/s/ Burr Pilger Mayer, Inc.

San Jose, California

June 20, 2011

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REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

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In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2009, and the changes in net assets available for benefits for the year then ended, in conformity with accounting principles generally accepted in the United States of America.

/s/ Grant Thornton LLP

Reno, Nevada

June 25, 2010

IGT Profit Sharing Plan

Statements of Net Assets Available for Benefits

December 31,	2010	2009
Assets		
Investments, at fair value	$307,736,370	$293,034,891
Participant loans receivable	13,339,783	13,364,469
Net assets available for benefits	$321,076,153	$306,399,360

See accompanying notes

IGT Profit Sharing Plan

Statements of Changes in Net Assets Available for Benefits

Years Ended December 31,	2010	2009
Additions to net assets attributed to:		
Investment income:		
Net increase in fair value of investments	$19,477,032	$64,133,380
Dividends	5,719,652	5,398,443
	25,196,684	69,531,823
Participant loan interest	732,774	943,887
Contributions:		
Employer	2,112,696	2,255,913
Participant	12,849,886	14,645,984
	14,962,582	16,901,897
Total additions to net assets available for benefits	40,892,040	87,377,607
Deductions from net assets attributed to:		
Benefits paid to participants	26,101,754	52,104,841
Administrative expenses	113,493	121,208
Total deductions from net assets available for benefits	26,215,247	52,226,049
Net increase in net assets available for benefits	14,676,793	35,151,558
Net assets available for benefits:		
Beginning of year	306,399,360	271,247,802
End of year	$321,076,153	$306,399,360

See accompanying notes

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Notes to Financial Statements

1. Description of Plan

The IGT Profit Sharing Plan (the Plan) is sponsored by International Game Technology (referred to throughout these notes as IGT, we, our and us) and consists of two programs, the profit sharing program and the 401(k) program. The following description of the Plan is provided for general information purposes only. Participants should refer to the IGT Plan document and summary plan description for a more complete description of the Plan's provisions.

The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended, and other provisions of the Internal Revenue Code (IRC). This defined contribution plan covering all eligible IGT employees was adopted in December 1980 and is administered by Fidelity Management Trust Company (Fidelity).

Profit Sharing Program

IGT may make an annual profit sharing contribution based on operating profits as determined by its Board of Directors. The contribution is allocated to eligible participants' accounts proportionately based on annual eligible compensation. No profit sharing contributions were made for the years ended December 31, 2010 or 2009.

Our employees are eligible to participate in the profit sharing program after completing 1,000 hours of service in a calendar year and reaching the age of 18. Once eligible, Plan participants must be employed on the last day of the Plan year (December 31) to receive their annual profit sharing allocations. Participation in profit sharing is retroactive to January 1 of the year in which the employee became eligible.

401(k) Program

Participants may contribute up to 40% of their pretax annual compensation, as defined in the Plan. Highly compensated employees were allowed to make elective deferral contributions up to 10% of their annual salary for 2010 and 2009. Employees may make pre-tax contributions to their accounts upon completion of 30 days of full time employment, or one year of 1,000 hours of part-time employment. A participant may discontinue contributions to the Plan at any time. Participants direct 100% of their contributions, matching contributions and profit sharing contributions to the Plan.

IGT's 401(k) contribution matching program provides for the matching of 100% of an employee's contributions up to $750 as determined by the Profit Sharing Committee. The Plan also allows for rollover contributions from other qualified retirement plans. If the rollover is from an individual retirement arrangement, all assets in the prior retirement plan must have originated as contributions made under a qualified plan.

Participant Accounts

Individual accounts are maintained for each Plan participant. Each participant's account is credited with the participant's 401(k) contribution, IGT's 401(k) employer matching contribution, IGT's profit sharing contributions, if any, Plan earnings and/or losses less Plan expenses, and forfeitures of non-vested portions of terminated participants' profit sharing contributions, if any.

Investment Options

The Profit Sharing Committee has selected 27 investment options that have a variety of growth and risk characteristics. Plan participants may allocate all contributions to one investment fund or split them between any combination of funds in increments of 1%. A participant may change how current and/or future contributions are invested at any time during the Plan year. When a profit sharing contribution is made, the funds are deposited annually into the Retirement Money Market Portfolio prior to distribution to eligible participants. Once distributed, employer contributions are invested as directed by the participants.

Benefit Payments and Vesting

Participants are vested immediately in their tax deferred 401(k) contributions, 401(k) employer matching contributions, rollover contributions from other qualified plans, and related earnings. Vesting in the Company's discretionary profit sharing contribution is based on years of service. A participant earns one year of vesting service for each Plan year (January 1 to December 31) in which he or she works at least 1,000 hours, and is fully vested after six consecutive years of service, based on the following schedule:

Completed Years of Service	Vested Portion
0	0%
1	10%
2	20%
3	40%
4	60%
5	80%
6	100%

Upon termination of employment, a participant may receive a lump sum payment equal to the vested value of his or her account. If the termination of employment is by normal retirement (retirement after age 65), by death or by reason of total disability, the participant becomes 100% vested and has the right to receive payment in full. If a participant leaves IGT for any other reason, he or she is entitled to a distribution only from the vested portion of his or her account.

In accordance with federal tax laws, the Plan requires distributions to terminating participants with vested balances of less than $5,000. The Plan will make a distribution directly to terminating participants with vested balances up to $1,000. If a terminating participant has a vested balance between $1,001 and $5,000, the participant may elect to have such distributions paid directly to him or her, or to an eligible retirement plan in a direct rollover. If no election is made, such distribution will be paid in a direct rollover to an individual retirement plan designated by Fidelity. If a terminating participant's vested account balance totals $5,000 or more, the individual may voluntarily defer payment of benefits until the normal retirement date.

Forfeited Accounts

Any participant who terminates employment with IGT will forfeit the non-vested portion of his or her account. Forfeitures occur at the earlier of the date the participant receives a distribution from the Plan or after a five year break in service. In accordance with the Plan document, forfeitures were used to pay expenses of $37,998 in 2010 and $39,735 in 2009. In addition, forfeitures of $1,484,541 were allocated to eligible participant accounts in 2010 and $969,524 in 2009. The forfeited non-vested amount not yet allocated to active participants totaled approximately $950,000 at December 31, 2010 and $1,242,000 at December 31, 2009.

Hardship Withdrawals

The Plan allows for hardship withdrawals under defined circumstances. The necessity of the hardship withdrawal is reviewed by IGT's Plan administrator and includes allowances for major medical expenses, purchase of a primary residence, college expenses for a family member, and prevention of eviction from or foreclosure on a principal residence. A participant must stop making pre-tax 401(k) contributions for six months following a hardship withdrawal.

Plan Termination

In the event of Plan termination, participants will become 100% vested in their accounts. IGT has the right under the Plan to discontinue contributions at any time and to terminate the Plan subject to the provisions of ERISA.

Participant Loans

Participants may borrow from their fund accounts up to a maximum of $50,000 or 50% of their vested account balance, whichever is less. The loans are secured by the balance in the participant's account and bear interest at rates commensurate with local prevailing rates at the time funds are borrowed, which is not less than the prime rate plus 1%. Principal and interest is paid ratably through bi-weekly payroll deductions. The loan amount may be no less than $1,000 and repayment must be over a period not to exceed 60 months. As of December 31, 2010, interest rates on loans ranged from 4.25% to 10.5% with maturities through 2016.

2. Summary of Significant Accounting Policies

Basis of Accounting

The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America.

Cash

Cash represents interest bearing cash held for the purpose of providing liquidity and satisfying daily participant requests related to the IGT Unitized Stock Fund. This fund is maintained in accordance with the trust agreement between IGT and Fidelity.

Investment Valuation and Income Recognition

All Plan investments are stated at fair value based on quoted market prices. Fair value is defined as the price that would be received for an asset or paid to transfer a liability (exit price) in the principal or most advantageous market in an orderly transaction between market participants on the measurement date. Assets and liabilities carried at fair value are classified and disclosed in one of the following three categories:

Level 1 – Quoted market prices in active markets for identical instruments.

Level 2 – Quoted market prices for similar instruments, using observable market inputs corroborated by market data.

Level 3 – Unobservable inputs using our own assumptions when observable inputs are unavailable.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Participant Loans Receivable

Participant loans receivable are measured at their unpaid principal balance plus any accrued interest. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan document.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein and disclosures of contingent assets and liabilities. Actual results could differ from those estimates.

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Risks and Uncertainties

The Plan utilizes various investment instruments, including mutual funds and common stock. Investment securities, in general, are exposed to various risks, such as interest rate and credit risk, as well as overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the value of investment securities will occur in the near term that could materially affect the amounts reported in the financial statements.

Plan Expenses

Plan participants pay investment management and trustee fees and also fees related to the administration of their loans. Certain administrative expenses are paid by the Plan. Consulting and record keeping fees are paid by IGT.

Payment of Benefits

Benefit payments to participants are recorded upon distribution.

Recently Issued Accounting Pronouncements

In September 2010, the Financial Accounting Standards Board issued an Accounting Standards Update (ASU) which clarifies that participant loans are classified as notes receivable and measured at unpaid principal balance plus accrued interest. Previously, these participant loans were classified as Plan investments, and subject to fair value measurement and disclosure. The Plan has retrospectively adopted the ASU for the Plan years ended December 31, 2010 and 2009, and it did not have a material impact on the Plan's financial statements.

3. Fair Value Measurements

A financial instrument's level within the fair value hierarchy is based on the lowest level of any input significant to the fair value measurement. The following is a description of the valuation methodologies used in valuing the Plan's assets.

Cash – valued at carrying amount

Money market funds - valued using active trading prices

Mutual funds - valued using the net asset value (NAV) of shares held by the Plan; NAV is a quoted market price equal to the value of assets owned by the fund, less liabilities, divided by the number of shares outstanding

IGT common stock - valued at the publicly-traded market price

All Plan investments are administered by a Fidelity investment management agent and are measured at fair value on a recurring basis as presented below.

December 31, 2010	Fair Value	Level 1	Level 2	Level 3
Cash	$853,791	$853,791	$-	$-
IGT Common Stock	48,114,836	48,114,836		
Money market funds	43,696,269	43,696,269		
Mutual funds				
Large Cap	68,915,512	68,915,512		
Mid-Cap	40,144,505	40,144,505		
Small Cap	10,260,758	10,260,758		
International	22,813,763	22,813,763		
Blended Funds	43,416,654	43,416,654		
Bond Investments	29,520,282	29,520,282		
Total investments	$307,736,370	$307,736,370	$-	$-

December 31, 2009	Fair Value	Level 1	Level 2	Level 3
Cash	$902,815	$902,815	$-	$-
IGT Common Stock	55,020,783	55,020,783		
Money market funds	45,181,086	45,181,086		
Mutual funds				
Large Cap	62,702,949	62,702,949		
Mid-Cap	34,992,615	34,992,615		
Small Cap	8,532,295	8,532,295		
International	21,348,883	21,348,883		
Blended Funds	36,128,911	36,128,911		
Bond Investments	28,224,554	28,224,554		
Total investments	$293,034,891	$293,034,891	$-	$-

4. Investments

The following table presents the fair value of investments which represent 5% or more of the Plan's net assets.

December 31,	2010	2009
IGT Common Stock	$ 48,114,836	$ 55,020,783
Fidelity Retirement Money Market Portfolio	43,696,269	45,181,086
PIMCO Total Return Fund	29,520,282	28,224,554
Fidelity Diversified International Fund	22,813,763	21,348,883
Davis NY Venture	19,329,414	18,706,577
Baron Asset Institutional Fund	16,886,191	*
Fidelity Equity-Income Fund	16,507,713	15,891,031

* At December 31, 2009, the fair value of this fund was not greater than 5% of the Plan's net assets.

During the years ended December 31, 2010 and 2009, the Plan's investments, including realized and unrealized gains and losses, increased (decreased) in value as follows.

Years ended December 31,	2010	2009
Common Stock	$ (2,698,300)	$ 22,627,824
Mutual Funds	22,175,332	41,505,556
Total increase (decrease) in fair value of investments	$ 19,477,032	$ 64,133,380

5. Related Party Transactions

Certain Plan investments are shares of mutual funds managed by Fidelity. Fidelity is the trustee as defined by the Plan and therefore, these transactions qualify as party-in-interest transactions. The Plan also pays administration expenses to Fidelity.

The Plan held 2,719,889 shares of IGT common stock with a cost basis of $57,237,675 at December 31, 2010 and 2,931,315 shares with a cost basis of $63,479,084 at December 31, 2009. In addition, participant loans qualify as party-in-interest.

6. Tax Status

The Internal Revenue Service (IRS) has determined and informed us by a letter dated September 3, 2003, that the Plan and related trust were designed in accordance with the applicable requirements of the IRC. The Plan has been amended since receiving the IRS determination letter. In accordance with current IRS rules, we filed an application with the IRS for a new determination letter on January 29, 2010. IGT and the Plan administrator believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and the Plan and related trust continue to be tax-exempt. Therefore, no provision for income taxes has been included in the Plan's financial statements.

7. Commitments and Contingencies

Internal Revenue Service VCP Submission

On June 12, 2009, we filed an application with the IRS under the Voluntary Correction Program (VCP) in order to resolve the separate issues described below.

Between 2002 and 2008, we improperly treated the transfer of Plan participants to our non-U.S. offices as terminations of employment. As a result, the transferred participants were given the opportunity to receive distributions and vesting credits ceased to be earned. The VCP application includes a proposal for corrective action, including remedial payments to be paid by IGT.

In the VCP filing, we also requested IRS approval of an amendment to the Plan in order to conform to the Plan's administration. Historically, we have required that Plan participants make separate elections for deferral of bonus payments. The Plan was amended effective April 1, 2009 to require those elections.

We requested an amendment to the Plan to restore text that was inadvertently changed. This revision clarified that hardship withdrawals are to come from a participant's Compensation Deferral Account and Rollover Account.

On April 1, 2010, we filed a supplement to our original VCP application to address an issue discovered subsequent to our original VCP filing. For Plan years 2001 through 2008, the allocation of discretionary profit sharing contributions was made based on hours of service included in payments made on dates during the Plan year rather than the actual hours worked during the Plan year. This resulted in a number of Plan participants not receiving their eligible contribution. We requested that the IRS approve our proposed method of correction which involves contacting the affected Plan participants and making the appropriate contributions to their accounts.

The IRS issued a compliance statement to the Plan dated June 2, 2011. The compliance statement asserted that the Company's proposed method of correction and revision of administrative procedures in the VCP submission are acceptable for the issues identified. The compliance statement is conditioned on the completion of remaining corrections by October 30, 2011. The IRS further stated that the matters identified for remediation and the correction of such matters did not cause the Plan to be disqualified. Therefore, no provision for income taxes has been included in the Plan's financial statements.

ERISA Actions

On October 2, 2009, two putative class action lawsuits were filed on behalf of participants in IGT's employee pension plans, naming as defendants IGT, the IGT Profit Sharing Plan Committee, and several current and former IGT officers and directors. The actions, filed in the US District Court for the District of Nevada, are captioned Carr et al. v. International Game Technology et al., Case No. 3:09-cv-00584, and Jordan et al. v. International Game Technology et al., Case No. 3:09-cv-00585. The actions were consolidated. The consolidated complaint (which seeks unspecified damages) asserts claims under the Employee Retirement Income Security Act, 29 U.S.C §§ 1109 and 1132.

The consolidated complaint is based on allegations of materially false and misleading statements or omissions regarding IGT's business, operations, and prospects, and further alleges that the defendants breached fiduciary duties to Plan participants by failing to disclose material facts to Plan participants, failing to exercise their fiduciary duties solely in the interest of the participants, failing to properly manage Plan assets, and permitting participants to elect to invest in IGT stock. In March 2011, defendants' motion to dismiss the consolidated complaint was granted in part and denied in part. We do not expect the outcome of these suits to have a material adverse effect on the Plan's financial statements or qualified tax status.

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IGT Profit Sharing Plan
EIN 88-0062109
Plan Number 001

Form 5500, Schedule H, Part IV, Line 4i
Schedule of Assets (Held at End of Year)
as of December 31, 2010

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(e) Current Value
		Common Stock	
*	IGT	IGT common stock (2,719,889 shares)	$ 48,114,836
		Mutual Funds	
	PIMCO Funds	PIMCO Total Return Fund – Administration Class	29,520,282
*	Fidelity	Fidelity Diversified International Fund	22,813,763
	Davis	Davis NY Venture	19,329,414
	Baron	Baron Asset Institutional Fund	16,886,191
*	Fidelity	Fidelity Equity-Income Fund	16,507,713
*	Fidelity	Fidelity OTC Portfolio	13,171,497
*	Fidelity	Fidelity Low-Priced Stock Fund	13,045,374
*	Fidelity	Spartan® U.S. Equity Index Fund	12,325,166
	T Rowe Price	TRP Mid Cap	10,212,940
*	Fidelity	Fidelity Puritan® Fund	9,244,323
	T Rowe Price	TRP Growth	7,581,722
	John Hancock	Small Company Fund	6,632,085
*	Fidelity	Fidelity Freedom 2025	5,727,390
*	Fidelity	Fidelity Freedom 2040	5,410,382
*	Fidelity	Fidelity Freedom 2020	4,619,121
*	Fidelity	Fidelity Freedom 2030	4,575,578
*	Fidelity	Fidelity Freedom 2035	4,217,270
*	Fidelity	Fidelity Freedom 2015	4,081,806
	Royce Funds	Royce Value Plus Service Fund	3,628,673
*	Fidelity	Fidelity Freedom 2045	1,553,549
*	Fidelity	Fidelity Freedom 2010	1,542,516
*	Fidelity	Fidelity Freedom 2050	966,820
*	Fidelity	Fidelity Freedom Income	932,390
*	Fidelity	Fidelity Freedom 2000	334,277
*	Fidelity	Fidelity Freedom 2005	211,232
		Total Mutual Funds	215,071,474

		Money Market Fund		
*	Fidelity	Fidelity Retirement Money Market Portfolio		43,696,269
*	Cash	Cash and Cash Equivalents		853,791
*	Various participants	Participant loans (maturing 2010 to 2016 at Interest rates of 4.25% to 10.5%)		13,339,783
	Total Assets Held For Investment Purposes		$	321,076,153

* Indicates a party-in-interest to the Plan
Column (d), cost, has been omitted, as investments are participant-directed

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Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the employee benefit plan) have duly caused this annual report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: June 20, 2011

IGT PROFIT SHARING PLAN

By: IGT Profit Sharing Plan Committee

By: /s/ Aimee Hoyt−−
Aimee Hoyt
Chairman
IGT Profit Sharing Plan Committee

EXHIBIT INDEX

Exhibit	Description
Exhibit 23.1	Consent of Independent Registered Public Accounting Firm
Exhibit 23.2	Consent of Independent Registered Public Accounting Firm

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