

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of
INTERNATIONAL GAME TECHNOLOGY
(Public Offering)

ORDER

THIS MATTER came on specially for hearing before the State Gaming Control Board on April 16, 1991, and regularly for hearing before the Nevada Gaming Commission on April 23, 1991, at Las Vegas, Nevada; and

THE BOARD AND COMMISSION having considered all information pertinent hereto;

IT IS HEREBY ORDERED BY THE NEVADA GAMING COMMISSION UPON THE RECOMMENDATION OF THE STATE GAMING CONTROL BOARD:

1. THAT the application of International Game Technology, as amended and supplemented, for approval of a public offering, is hereby accepted as filed.

2. THAT International Game Technology is hereby granted approval to make a public offering of up to \$138 million principal amount of Convertible Subordinated Notes due 2001 ("Notes") and to register a currently indeterminable number of shares of International Game Technology common stock, as defined in and pursuant to the Securities and Exchange Commission ("SEC") Form S-3 Registration Statement (SEC Registration No. 33-3985⁶X) (the "Registration Statement").

3. THAT pursuant to NGC Reg. 16.125, the potential conversion of the

Notes into common stock of International Game Technology as defined in and pursuant to the Registration Statement, is also approved.

4. THAT the approvals set forth in paragraphs 2 and 3 hereinabove are subject to the following conditions:

a. That International Game Technology shall keep the State Gaming Control Board, Corporate Securities Division, continuously and promptly informed as to the progress of the public offering and related events through the Notes' maturity date in 2001, and as to any other event that would have a material effect on International Game Technology or its subsidiaries which could be subject to reporting on SEC Form 8-K;

b. That the approvals herein granted may be rescinded without prior notice upon the issuance of an interlocutory stop order by the Chairman of the State Gaming Control Board. Said interlocutory stop order, if issued, shall remain in effect until the interlocutory stop order is lifted by the Commission upon such terms as are satisfactory to the Commission;

c. That International Game Technology shall provide within thirty (30) days after the effective date of the public offering, and annually thereafter, to the State Gaming Control Board, Corporate Securities Division, a complete list of the names, addresses, federal tax identification numbers, and principal amount of Notes held by all record holders, and, upon request, render maximum assistance to determine all beneficial holders of the Notes; and

d. That International Game Technology, until notified to the contrary in writing by the Chairman of the State Gaming Control Board, shall file quarterly reports with the State Gaming Control Board, Corporate Securities Division, concerning any use of the proceeds from this public offering during

such period.

5. THAT the Commission hereby delegates to the Chairman of the State Gaming Control Board the authority to issue an interlocutory stop order for good cause, which stop order shall remain in effect until lifted by the Commission pursuant to the provisions of paragraph 4(b) above.

6. THAT International Game Technology is granted ninety (90) days herefrom to have the Registration Statement declared effective by the SEC. If the Registration Statement is not declared effective by the SEC within said time period, unless administratively extended by the Chairman of the State Gaming Control Board or his designee, then all approvals granted herein shall be deemed terminated and rendered null and void.

ENTERED at Las Vegas, Nevada, this 23rd day of April, 1991.

FOR THE COMMISSION:



John F. O'Reilly, Chairman

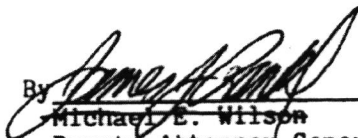
Submitted by:



P. Gregory Giordano, Chief
Corporate Securities Division

APPROVED AS TO FORM:

FRANKIE SUE DEL PAPA
ATTORNEY GENERAL

By 

Michael E. Wilson
Deputy Attorney General
Gaming Division