

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**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Smail David W</u>  (Last) (First) (Middle) <u>C/O SCIENTIFIC GAMES CORPORATION</u> <u>6601 BERMUDA ROAD</u>  (Street) <u>LAS VEGAS NV 89119</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>SCIENTIFIC GAMES CORP [ SGMS ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Exec VP &amp; Chief Legal Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/30/2018</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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			

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	(1)	03/30/2018		A		6,078		(1)	(1)	Common Stock	6,078	\$0	6,078	D	
Employee Stock Option (right to buy)	\$41.13	03/30/2018		A		12,025		(2)	03/29/2028	Common Stock	12,025	\$0	12,025	D	
Employee Stock Option (right to buy)	\$41.13	03/30/2018		A		12,025		(3)	03/29/2028	Common Stock	12,025	\$0	12,025	D	

**Explanation of Responses:**

- The restricted stock units are scheduled to vest in four equal annual installments beginning on March 20, 2019. Each unit converts into a share of common stock on a one-for-one basis.
- The stock options are scheduled to become exercisable in four equal annual installments beginning on March 20, 2019.
- The stock options are scheduled to become exercisable in four equal annual installments beginning on March 20, 2019 (each, a "Vesting Date"), subject to the Company's 60-trading day average closing price meeting or exceeding \$49.36 (the "Performance Goal") prior to March 20, 2022. If the Performance Goal is met prior to the first Vesting Date, then all four annual installments will vest in accordance with the vesting schedule. If the Performance Goal is met subsequent to the first Vesting Date, each annual installment relating to a Vesting Date that has already occurred will automatically vest upon achievement of the Performance Goal and any remaining installments will vest in accordance with the vesting schedule. If the Performance Goal is not met by March 20, 2022, all stock options are forfeited.

**Remarks:**

/s/ McLaurin Files, attorney-in-fact for David W. Smail 04/02/2018  
 \*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* 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).

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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