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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
WASHINGTON, D.C. 20549

**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16 OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**For the month of June 2020**

**Commission File Number 001-36906**

**INTERNATIONAL GAME TECHNOLOGY PLC**

(Translation of registrant's name into English)

**66 Seymour Street, Second Floor  
London, W1H 5BT  
United Kingdom**

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:  
Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

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**International Game Technology PLC Announces Early Results and Increase of its Capped Tender Offer with Respect to its 6.250% Senior Secured Notes Due 2022 and Completion of Sale of \$750,000,000 5.25% Senior Secured Notes Due 2029**

International Game Technology PLC (NYSE:IGT) ("**IGT**") today announced the results to date with respect to its capped offer to purchase for cash (the "**Tender Offer**") its 6.250% Senior Secured Notes due 2022 (the "**Notes**"). The terms and conditions of the Tender Offer are set forth in the offer to purchase dated June 8, 2020 (the "**Offer to Purchase**").

In addition, on June 19, 2020, IGT completed the sale of its \$750,000,000 5.25% Senior Secured Notes due 2029 (the "**New Notes**"). IGT expects to use a portion of the net proceeds from the sale of the New Notes to fund the Tender Offer. The completion of the sale of the New Notes satisfied the Financing Condition (as defined in the Offer to Purchase).

As a result, IGT has exercised its discretion to increase the Maximum Tender Amount (as defined in the Offer to Purchase). As of 5:00 p.m., New York City time, on June 19, 2020 (the "**Early Tender Time**"), IGT has accepted for purchase \$499,999,000 principal amount of Notes validly tendered and not validly withdrawn, with such Notes subject to proration with an Early Proration Factor (as defined in the Offer to Purchase) of 42.551% and adjustment as contemplated by the Offer to Purchase.

The following exhibit is furnished herewith:

<b>Exhibit Number</b>	<b>Description</b>
99.1	News Release "International Game Technology PLC Announces Early Results and Increase of its Capped Tender Offer with Respect to its 6.250% Senior Secured Notes Due 2022 and Completion of Sale of \$750,000,000 5.25% Senior Secured Notes Due 2029," dated June 22, 2020

## EXHIBIT INDEX

Exhibit Number	Description
99.1	<a href="#"><u>News Release “International Game Technology PLC Announces Early Results and Increase of its Capped Tender Offer with Respect to its 6.250% Senior Secured Notes Due 2022 and Completion of Sale of \$750,000,000 5.25% Senior Secured Notes Due 2029,” dated June 22, 2020</u></a>





## NEWS RELEASE

### INTERNATIONAL GAME TECHNOLOGY PLC ANNOUNCES EARLY RESULTS AND INCREASE OF ITS CAPPED TENDER OFFER WITH RESPECT TO ITS 6.250% SENIOR SECURED NOTES DUE 2022 AND COMPLETION OF SALE OF \$750,000,000 5.25% SENIOR SECURED NOTES DUE 2029

**LONDON, U.K.** – June 22, 2020 – International Game Technology PLC (NYSE:IGT) ("**IGT**"), announces the results to date with respect to its capped offer to purchase for cash (the "**Tender Offer**") its 6.250% Senior Secured Notes due 2022 (the "**Notes**"). The terms and conditions of the Tender Offer are set forth in the offer to purchase dated June 8, 2020 (the "**Offer to Purchase**").

In addition, on June 19, 2020, IGT completed the sale of its \$750,000,000 5.25% Senior Secured Notes due 2029 (the "**New Notes**"). IGT expects to use a portion of the net proceeds from the sale of the New Notes to fund the Tender Offer. The completion of the sale of the New Notes satisfied the Financing Condition (as defined in the Offer to Purchase).

As a result, IGT has exercised its discretion to increase the Maximum Tender Amount (as defined in the Offer to Purchase). As of 5:00 p.m., New York City time, on June 19, 2020 (the "**Early Tender Time**"), IGT has accepted for purchase \$499,999,000 principal amount of Notes validly tendered and not validly withdrawn, with such Notes subject to proration with an Early Proration Factor (as defined in the Offer to Purchase) of 42.551% and adjustment as contemplated by the Offer to Purchase.

The following table sets forth the increased Maximum Tender Amount, the principal amount of the Notes accepted for purchase and the Early Proration Factor:

Title of Security	ISIN/CUSIP Numbers	Outstanding Principal Amount	Maximum Tender Amount	Principal Amount Accepted	Early Proration Factor
6.250% Senior Secured Notes due 2022	Regulation S: USG4863AAB47/ G4863A AB4  Rule 144A: US460599AB91/ 460599 AB9	\$1,500,000,000 <sup>(1)</sup>	\$500,000,000 (increased from original Maximum Tender Amount of \$300,000,000)	\$499,999,000	42.551%

(1) As of the commencement date of the Tender Offer.

Notes validly tendered and not validly withdrawn and not accepted for purchase will be credited on the Early Settlement Date (as defined in the Offer to Purchase) to the account of the registered holder of such Notes with DTC and otherwise returned in accordance with the Offer to Purchase. Because the Tender Offer was oversubscribed as of the Early Tender Time, holders of Notes who tender Notes after the Early Tender Time will not have any of their Notes accepted for purchase.

Each holder who validly tendered and did not validly withdraw its Notes in the Tender Offer prior to the Early Tender Time will receive \$1,050.00 for each \$1,000.00 principal amount of Notes (the "**Total Consideration**") accepted for purchase, which includes an early tender payment of \$30.00 per \$1,000.00 principal amount of Notes accepted for purchase. In addition to the Total Consideration, all Holders of Notes accepted for purchase will also receive accrued and unpaid interest on such Notes, rounded to the nearest \$0.01 per \$1,000.00 principal amount of Notes, from the last interest payment date up to, but not including, the Early Settlement Date.

The Tender Offer is scheduled to expire at 11:59 p.m., New York City time, on July 6, 2020.

Subject to applicable law and the terms and conditions of the Offer to Purchase, IGT may terminate the Tender Offer, waive any or all of the conditions of the Tender Offer prior to the Expiration Time, extend the Expiration Time or amend the terms of the Tender Offer.

IGT has retained D.F. King & Co. to act as Tender and Information Agent for the Tender Offer. Questions regarding procedures for tendering Notes may be directed to D.F. King & Co.

**D.F. King & Co.**

*By Mail, Hand or Overnight Courier:*  
48 Wall Street, 22nd Floor  
New York, New York 10005  
Attention: Andrew Beck

Banks and brokers: (212) 269-5550  
Toll free: (800) 207-3158

Email: [igt@dfking.com](mailto:igt@dfking.com)

**Joint Lead Dealer Managers**

<p><b>Barclays Capital Inc.</b></p> <p>U.S. Toll Free: (800) 438-3242 Collect: (212) 528-7581</p> <p>E-mail: us.lm@barclays.com</p>	<p><b>Merrill Lynch International</b></p> <p>London: +44 207 996 5420 U.S. Toll Free: +1 888 292 0070 Collect: +1 980 388 3646</p> <p>E-mail: DG.LM-EMEA@bofa.com</p>
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None of IGT, the guarantors of the Notes, the Dealer Managers, the Tender and Information Agent or the trustee (nor any director, officer, employee, agent or affiliate of, any such person) makes any recommendation whether holders should tender or refrain from tendering Notes in the Tender Offer. Holders must make their own decision as to whether to tender Notes and, if so, the principal amount of the Notes to tender.

This news release is for informational purposes only and does not constitute an offer to sell, or a solicitation of an offer to buy, any security. No offer, solicitation or sale will be made in any jurisdiction in which such an offer, solicitation, or sale would be unlawful. The Tender Offer is only being made pursuant to the Offer to Purchase. Holders of the Notes are urged to carefully read the Offer to Purchase before making any decision with respect to the Tender Offer.

The distribution of announcement release in certain jurisdictions may be restricted by law. Persons into whose possession this announcement comes are required by each of IGT, the Dealer Managers and the Tender and Information Agent to inform themselves about and to observe any such restrictions.

#### **OFFER AND DISTRIBUTION RESTRICTIONS**

Neither this news release nor the Offer to Purchase constitutes an invitation to participate in the Offer in or from any jurisdiction in or from which, or to any person to or from whom, it is unlawful to make such invitation or for there to be such participation under applicable securities laws and regulations. The distribution of this news release and the Offer to Purchase in certain jurisdictions may be restricted by laws and regulations. Persons into whose possession this news release or the Offer to Purchase comes are required by each of IGT, the Dealer Managers and the Tender and Information Agent to inform themselves about, and to observe, any such restrictions.

#### **United Kingdom**

The communication of this news release and any other documents or materials relating to the Offer is not being made, and such documents or materials have not been approved, by an authorized person for the purposes of Section 21 of the Financial Services and Markets Act 2000, as amended (the "**FSMA**"). Accordingly, such documents or materials are not being distributed to, and must not be passed on to, the general public in the United Kingdom. The communication of such documents or materials is exempt from the restriction

on financial promotions under Section 21 of the FSMA on the basis that it is only directed at and may be communicated to (i) persons who have professional experience in matters relating to investments, being investment professionals as defined in Article 19 of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "**Financial Promotion Order**"); (ii) persons who fall within Article 43(2) of the Financial Promotion Order; or (iii) any other persons to whom these documents or materials may lawfully be made under the Financial Promotion Order. Any investment or investment activity to which this news release relates is available only to such persons or will be engaged only with such persons and other persons should not rely on it.

## **Italy**

None of the Offer, this news release or any other document or materials relating to the Offer have been or will be submitted to the clearance procedures of the *Commissione Nazionale per le Società e la Borsa* ("**CONSOB**") pursuant to Italian laws and regulations. The Offer is being carried out in Italy as an exempted offer pursuant to article 101-bis, paragraph 3-bis of Legislative Decree No. 58 of 24 February 1998, as amended (the "**Financial Services Act**") and article 35-bis, paragraph 3 of CONSOB Regulation No. 11971 of 14 May 1999, as amended. Holders or beneficial owners of the Notes that are located in Italy can tender Notes for purchase in the Offer through authorized persons (such as investment firms, banks or financial intermediaries permitted to conduct such activities in the Republic of Italy in accordance with the Financial Services Act, CONSOB Regulation No. 20307 of 15 February 2018, as amended from time to time, and Legislative Decree No. 385 of 1 September 1993, as amended) and in compliance with applicable laws and regulations or with requirements imposed by CONSOB or any other Italian authority.

## **France**

The Offer is not being made, directly or indirectly, to the public in the Republic of France ("**France**"). Neither this news release nor any other document or material relating to the Offer has been or shall be distributed to the public in France and only qualified investors (*investisseurs qualifiés*) within the meaning of Article 2(e) of the Regulation (EU) 2017/1129 (the "**Prospectus Regulation**"), are eligible to participate in the Offer. This news release has not been and will not be submitted for clearance to nor approved by the *Autorité des Marchés Financiers*.

## **General**

This news release does not constitute an offer to buy or the solicitation of an offer to sell Notes (and tenders of Notes in the Offer will not be accepted from Holders) in any circumstances in which such offer or solicitation is unlawful. In those jurisdictions where the securities, blue sky or other laws require the Offer to be made by a licensed broker or dealer and any Dealer Manager or any of the Dealer Managers' respective affiliates is such

a licensed broker or dealer in any such jurisdiction, the Offer shall be deemed to be made by such Dealer Manager or affiliate, as the case may be, on behalf of IGT in such jurisdiction.

In addition to the representations referred to above in respect of the United States, each Holder participating in the Offer will also be deemed to give certain representations in respect of the other jurisdictions referred to above and generally as set out in "*The Offer—Procedures for Participating in the Offer*". Any tender of Notes for purchase pursuant to the Offer from a Holder that is unable to make these representations will not be accepted. Each of IGT, each Dealer Manager and the Tender and Information Agent reserves the right, in its absolute discretion, to investigate, in relation to any tender of Notes for purchase pursuant to the Offer, whether any such representation given by a Holder is correct and, if such investigation is undertaken and as a result IGT determines (for any reason) that such representation is not correct, such tender shall not be accepted.

## **About IGT**

IGT (NYSE:IGT) is the global leader in gaming. We deliver entertaining and responsible gaming experiences for players across all channels and regulated segments, from Gaming Machines and Lotteries to Sports Betting and Digital. Leveraging a wealth of compelling content, substantial investment in innovation, player insights, operational expertise, and leading-edge technology, our solutions deliver unrivalled gaming experiences that engage players and drive growth. We have a well-established local presence and relationships with governments and regulators in more than 100 countries around the world, and create value by adhering to the highest standards of service, integrity, and responsibility. IGT has approximately 12,000 employees. For more information, please visit [www.IGT.com](http://www.IGT.com).

## **Cautionary Statement Regarding Forward-Looking Statements**

This news release may contain forward-looking statements (including within the meaning of the Private Securities Litigation Reform Act of 1995) concerning International Game Technology PLC and its consolidated subsidiaries (the "Company") and other matters. These statements may discuss goals, intentions, and expectations as to future plans, trends, events, dividends, results of operations, or financial condition, or otherwise, based on current beliefs of the management of the Company as well as assumptions made by, and information currently available to, such management. Forward-looking statements may be accompanied by words such as "aim," "anticipate," "believe," "plan," "could," "would," "should," "shall", "continue," "estimate," "expect," "forecast," "future," "guidance," "intend," "may," "will," "possible," "potential," "predict," "project" or the negative or other variations of them. These forward-looking statements speak only as of the date on which such statements are made and are subject to various risks and uncertainties, many of which are outside the Company's control. Should one or more of these risks or uncertainties materialize, or should any of the underlying assumptions prove incorrect, actual results may differ materially from those predicted in the forward-looking statements and from past results, performance, or achievements. Therefore, you should not place undue reliance on such statements. Factors that could cause actual results to differ materially from those

in the forward-looking statements include (but are not limited to) the uncertainty of the duration, extent, and effects of the COVID-19 pandemic and the response of governments, including government-mandated property closures and travel restrictions, and other third parties on the Company's business, results of operations, cash flows, liquidity and development prospects and the factors and risks described in the Company's annual report on Form 20-F for the financial year ended December 31, 2019 and other documents filed from time to time with the SEC, which are available on the SEC's website at [www.sec.gov](http://www.sec.gov) and on the investor relations section of the Company's website at [www.IGT.com](http://www.IGT.com). Except as required under applicable law, the Company does not assume any obligation to update these forward-looking statements. You should carefully consider these factors and other risks and uncertainties that affect the Company's business. Nothing in this news release is intended, or is to be construed, as a profit forecast or to be interpreted to mean that the financial performance of International Game Technology PLC for the current or any future financial years will necessarily match or exceed the historical published financial performance of International Game Technology PLC, as applicable. All forward-looking statements contained in this news release are qualified in their entirety by this cautionary statement. All subsequent written or oral forward-looking statements attributable to International Game Technology PLC, or persons acting on its behalf, are expressly qualified in their entirety by this cautionary statement.

## **Contacts**

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