

SCIENTIFIC GAMES CORP  
Form SC 13G/A  
October 19, 2018

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

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934**

**(Amendment No. 1)\***

**SCIENTIFIC GAMES CORPORATION**  
(Name of Issuer)

**Common Stock, \$0.001 par value per share**  
(Title of Class of Securities)

**80874P109**  
(CUSIP Number)

**July 30, 2018**  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule 13G is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 80874P109

(1) Names of Reporting Persons

Park West Asset  
Management  
LLC

(2) Check the

Appropriate Box if  
a Member of a (a)  ]  
Group

(b)  ]

(3) SEC Use Only

(4) Citizenship or Place of  
Organization

Delaware

Number of Shares Beneficially  
Owned By Each Reporting  
Person With

(5) Sole  
Voting 0

Power:

(6) Shared  
Voting 5,540,346\*

Power:

(7) Sole  
Dispositive 0

Power:

(8) Shared  
Dispositive 5,540,346\*

Power:

(9) Aggregate Amount  
Beneficially Owned by Each  
Reporting Person:

5,540,346\*

(10) Check if the Aggregate  
Amount in Row (9) Excludes  
Certain Shares (See  
Instructions):  ]

(11) Percent of Class  
Represented by Amount in Row

(9):  
5.8%\*

(12) Type of Reporting Person  
IA

\*Beneficial ownership percentage is based upon 90,738,314 shares of Common Stock, \$0.001 par value per share ("Common Stock"), of Scientific Games Corporation, a Nevada corporation (the "Company"), issued and outstanding as of April 30, 2018, based on information reported by the Company in its Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on May 2, 2018. Park West Asset Management LLC ("PWAM") is the investment manager to Park West Investors Master Fund, Limited, a Cayman Islands exempted company ("PWIMF"), and Park West Partners International, Limited, a Cayman Islands exempted company ("PWPI" and, collectively with PWIMF, the "PW Funds"), and Peter S. Park ("Mr. Park" and, collectively with PWAM and PWIMF, the "Reporting Persons") is the sole member and manager of PWAM. As of July 30, 2018, PWIMF held 1,384,871 shares of Common Stock of the Company and options to purchase up to 3,588,600 shares of Common Stock of the Company and PWPI held 155,475 shares of Common Stock of the Company and options to purchase up to 411,400 shares of Common Stock of the Company. As a result of the foregoing, for purposes of Reg. Section 240.13d-3, PWAM and Mr. Park may be deemed to beneficially own the 1,540,346 shares of Common Stock of the Company and the 4,000,000 shares of Common Stock of the Company underlying the options held in the aggregate by the PW Funds, or approximately 5.8% of the shares of Common Stock of the Company deemed to be issued and outstanding as of July 30, 2018.

CUSIP No. 80874P109

(1) Names of Reporting Persons

Peter S. Park

(2) Check the

Appropriate Box if (a)

a Member of a

Group

(b)

(3) SEC Use Only

(4) Citizenship or Place of  
Organization

United States

of America

Number of Shares Beneficially  
Owned By Each Reporting  
Person With

(5) Sole

Voting 0

Power:

(6) Shared

Voting 5,540,346\*

Power:

(7) Sole

Dispositive 0

Power:

(8) Shared

Dispositive 5,540,346\*

Power:

(9) Aggregate Amount

Beneficially Owned by Each

Reporting Person:

5,540,346\*

(10) Check if the Aggregate

Amount in Row (9) Excludes

Certain Shares (See

Instructions):

(11) Percent of Class Represented

by Amount in Row (9):

5.8%\*

(12) Type of Reporting Person

IN

\*Beneficial ownership percentage is based upon 90,738,314 shares of Common Stock of the Company, issued and outstanding as of April 30, 2018, based on information reported by the Company in its Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on May 2, 2018. PWAM is the investment manager to the

PW Funds, and Mr. Park is the sole member and manager of PWAM. As of July 30, 2018, PWIMF held 1,384,871 shares of Common Stock of the Company and options to purchase up to 3,588,600 shares of Common Stock of the Company and PWPI held 155,475 shares of Common Stock of the Company and options to purchase up to 411,400 shares of Common Stock of the Company. As a result of the foregoing, for purposes of Reg. Section 240.13d-3, PWAM and Mr. Park may be deemed to beneficially own the 1,540,346 shares of Common Stock of the Company and the 4,000,000 shares of Common Stock of the Company underlying the options held in the aggregate by the PW Funds, or approximately 5.8% of the shares of Common Stock of the Company deemed to be issued and outstanding as of July 30, 2018.

CUSIP No. 82568P304

(1) Names of Reporting  
Persons

Park West  
Investors Master  
Fund, Limited

(2) Check the  
Appropriate

Box if a (a)  ]  
Member of a  
Group

(b)  ]

(3) SEC Use Only

(4) Citizenship or Place of  
Organization

Cayman Islands

Number of Shares  
Beneficially Owned By Each  
Reporting Person With

(5) Sole

Voting 0

Power:

(6) Shared

Voting 4,973,471\*

Power:

(7) Sole

Dispositive 0

Power:

(8) Shared

Dispositive 4,973,471\*

Power:

(9) Aggregate Amount

Beneficially Owned by Each  
Reporting Person

4,973,471\*

(10) Check if the Aggregate  
Amount in Row (9)

Excludes Certain Shares (See  
Instructions):

]

(11) Percent of Class

Represented by Amount in  
Row (9)

5.3%\*

(12) Type of Reporting  
Person

CO

\*Beneficial ownership percentage is based upon 90,738,314 shares of Common Stock of the Company, issued and outstanding as of April 30, 2018, based on information reported by the Company in its Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on May 2, 2018. As of July 30, 2018, PWIMF held 1,384,871 shares of Common Stock of the Company and options to purchase up to 3,588,600 shares of Common Stock of the Company or approximately 5.3% of the shares of Common Stock of the Company deemed to be issued and outstanding as of July 30, 2018.



**Item 1(a). Name Of Issuer:**

Scientific Games Corporation (the "Company")

**Item 1(b). Address of Issuer's Principal Executive Offices:**

6601 Bermuda Road

Las Vegas, Nevada 89119

**Item 2(a). Name of Person Filing:**

This report on Schedule 13G (this "Schedule 13G"), is being jointly filed by (i) Park West Asset Management LLC ("PWAM"), a Delaware limited liability company and the investment manager to (a) Park West Investors Master Fund, Limited ("PWIMF"), a Cayman Islands exempted company that is the holder of 1,384,871 shares of Common Stock, \$0.001 par value per share ("Common Stock"), of the Company and options to purchase up to 3,588,600 shares of Common Stock of the Company reported on this Schedule 13G, and (b) Park West Partners International, Limited ("PWPI" and, collectively with PWIMF, the "PW Funds"), a Cayman Islands exempted company that is the holder of 155,475 shares of Common Stock of the Company and options to purchase up to 411,400 shares of Common Stock of the Company reported on this Schedule 13G; (ii) PWIMF; and (iii) Peter S. Park, as the sole member and manager of PWAM ("Mr. Park" and, collectively with PWAM and PWIMF, the "Reporting Persons").

The 1,540,346 shares of Common Stock of the Company and the 4,000,000 shares of Common Stock of the Company underlying the options held in the aggregate by the PW Funds, or approximately 5.8% of the shares of Common Stock of the Company deemed to be issued and outstanding as of July 30, 2018, may be deemed to be beneficially owned (x) indirectly by PWAM, as the investment adviser to PWIMF and PWPI, and (y) indirectly by Mr. Park, as the sole member and manager of PWAM.

As of July 30, 2018 PWIMF held 1,384,871 shares of Common Stock of the Company and options to purchase up to 3,588,600 shares of Common Stock of the Company, or approximately 5.3% of the shares of Common Stock of the Company deemed to be issued and outstanding as of July 30, 2018.

**Item 2(b). Address of Principal Business Office or, if None, Residence:**

The address for the Reporting Persons is: 900 Larkspur Landing Circle, Suite 165, Larkspur, California 94939.

**Item 2(c). Citizenship:**

PWAM is organized under the laws of the State of Delaware. Mr. Park is a citizen of the United States. PWIMF is a Cayman Islands exempted company.

**Item 2(d). Title of Class of Securities:**

Common Stock, \$0.001 par value per share.

**Item 2(e). CUSIP No.:**

80874P109

**Item 3. If This Statement Is Filed Pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the Person Filing is a:**

Not Applicable.

**Item 4. Ownership:**

As reported in the cover pages to this report, the ownership information with respect to each of PWAM and Mr. Park is as follows:

(a) Amount Beneficially Owned:	5,540,346*
(b) Percent of Class:	5.8%*
(c) Number of Shares as to which such person has:	
(i) Sole power to vote or to direct the vote:	0
(ii) Shared power to vote or to direct the vote:	5,540,346*
(iii) Sole power to dispose or to direct the disposition of:	0
(iv) Shared power to dispose or to direct the disposition of:	5,540,346*

As reported in the cover pages to this report, the ownership information with respect to PWIMF is as follows:

(a) Amount Beneficially Owned:	4,973,471*
(b) Percent of Class:	5.3%*
(c) Number of Shares as to which such person has:	
(i) Sole power to vote or to direct the vote:	0
(ii) Shared power to vote or to direct the vote:	4,973,471*
(iii) Sole power to dispose or to direct the disposition of:	0
(iv) Shared power to dispose or to direct the disposition of:	4,973,471*

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\* This Schedule 13G is being jointly filed by (i) PWAM as the investment manager to (a) PWIMF which is the holder of 1,384,871 shares of Common Stock of the Company and options to purchase up to 3,588,600 shares of Common Stock of the Company and (b) PWPI which is the holder of 155,475 shares of Common Stock of the Company and options to purchase up to 411,400 shares of Common Stock of the Company, as reported on this Schedule 13G; (ii) PWIMF; and (ii) Mr. Park, as the sole member and manager of PWAM.

The 1,540,346 shares of Common Stock of the Company and the 4,000,000 shares of Common Stock of the Company underlying the options held in the aggregate by the PW Funds, or approximately 5.8% of the shares of Common Stock of the Company deemed to be issued and outstanding as of July 30, 2018, may be deemed to be beneficially owned (x) indirectly by PWAM, as the investment adviser to PWIMF and PWPI, and (y) indirectly by Mr. Park, as the sole member and manager of PWAM.

The foregoing beneficial ownership percentage is based upon 90,738,314 shares of Common Stock of the Company, issued and outstanding as of April 30, 2018, based on information reported by the Company in its Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on May 2, 2018.

**Item 5. Ownership  
of Five Percent or  
Less of a Class:**

If this  
statement is  
being filed to  
report the fact  
that as of the  
date hereof the  
reporting  
person has  
ceased to be the  
beneficial  
owner of more  
than five  
percent of the  
class of  
securities,  
check the  
following: [ ]

**Item 6. Ownership  
of More Than Five  
Percent on Behalf  
of Another Person:**

Not Applicable.

**Item 7. Identification  
and Classification of the  
Subsidiary Which  
Acquired the Security  
Being Reported on by  
the Parent Holding  
Company or Control  
Person:**

Not  
Applicable.

**Item**

**8. Identification and Classification of Members of the Group:**

Not Applicable.

**Item 9. Notice of Dissolution of Group:**

Not Applicable.

**Item**

**10. Certification:**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

October 19, 2018

**PARK WEST ASSET  
MANAGEMENT LLC**

By: /s/ Grace Jimenez  
Name: Grace Jimenez  
Title: Chief Financial Officer

**PARK WEST INVESTORS MASTER FUND, LIMITED**

By: Park West Asset Management LLC, its Investment Manager

B/s/ Grace Jimenez  
Name: Grace Jimenez  
Title: Chief Financial Officer

/s/ Peter S. Park  
Peter S. Park

**Attention: Intentional misstatements or omissions of fact constitute  
Federal criminal violations (See 18 U.S.C. 1001)**



**Exhibit Index**

**Exhibit**

99. Joint Filing Agreement, dated as of October 19, 2018, by and among Park West Asset Management LLC, Peter S. Park, and Park West Investors Master Fund, Limited.