

BOYD GAMING CORP  
Form 8-K  
October 25, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 OR 15(d) of

The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): October 25, 2010

**Boyd Gaming Corporation**

(Exact name of registrant as specified in its charter)

Nevada  
(State of other jurisdiction)

1-12882  
(Commission)

88-0242733  
(I.R.S. Employer)

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of incorporation)

File Number)

Identification Number)

**3883 Howard Hughes Parkway, Ninth Floor**

**Las Vegas, Nevada 89169**

(Address of principal executive offices including zip code)

**(702) 792-7200**

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 2.02 Results of Operations and Financial Condition.**

On October 25, 2010, Boyd Gaming Corporation (the Company) issued a press release announcing its financial results for the three and nine months ended September 30, 2010 and other financial information. A copy of the press release is furnished hereto as Exhibit 99.1 and incorporated herein by reference.

**Item 8.01 Other Events**

On October 25, 2010, Boyd Gaming Corporation (the Company) issued a press release announcing the Company's decision to not exercise its right of first refusal with respect to the offer reported on October 12, 2010 by MGM Resorts International (MGM) for MGM's 50% non-controlling interest in Marina District Development Company, LLC, the joint venture that owns and operates Borgata Hotel Casino & Spa in Atlantic City. A copy of the press release is attached hereto as Exhibit 99.2 and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

99.1 Press Release Dated October 25, 2010

99.2 Press Release Dated October 25, 2010

\* Pursuant to Item 2.02 of Form 8-K, Exhibit 99.1 shall not be deemed filed for purposes of Section 18 of the Securities Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, or the Securities Exchange Act of 1934, as amended, except as shall be expressly set forth by specific reference in such filing.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: October 25, 2010

**Boyd Gaming Corporation**

/s/ Josh Hirsberg  
Josh Hirsberg

*Senior Vice President, Chief Financial Officer and Treasurer*

**EXHIBIT INDEX**

| <b>Exhibit</b> | <b>Description</b>                    |
|----------------|---------------------------------------|
| 99.1           | Press Release dated October 25, 2010. |
| 99.2           | Press Release dated October 25, 2010. |