SEC Form 4	
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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1. Name and Addres	ss of Reporting Perso <u> RDAN B</u>	n*	2. Issuer Name and Ticker or Trading Symbol <u>PENN NATIONAL GAMING INC</u> [ PENN ]		Relationship of Reporting Person(s) to Issuer heck all applicable) Director 10% Owner					
(Last) 825 BERKSHIR	(First) E BLVD SUITE 2	(Middle) 200	3. Date of Earliest Transaction (Month/Day/Year) 11/09/2009		Officer (give title below) Sr. Vice President/Ge	Other (specify below) eneral Cou				
(Street) WYOMISSING (City)	PA (State)	19610 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Group Filing ( Form filed by One Repor Form filed by More than Person	ting Person				
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)	Transaction Code (Instr.		4. Securities A Disposed Of ( 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(iiisti: 4)
Common Stock	11/09/2009		Α		10,761	Α	\$ <mark>0</mark>	30,761	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 6. Date Exercisable and 7. Title and 3A. Deemed 8. Price of Derivative 3. Transaction 5. Number 9. Number of 10. 11. Nature Expiration Date (Month/Day/Year) Conversion Execution Date, saction Amount of derivative Ownership Form: of Indirect Conversion Date or Exercise (Month/Day/Year) Transaction Code (Instr. if anv Derivative Securities Securities Security Beneficial

		Price of Derivative Security	ivative	(Month/Day/Year)			Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				Underlying Derivative Security (Instr. 3 and 4)		(Instr. 5)	Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Title of

Derivative

## <u>/s/Robert S Ippolito as</u> <u>attorney-in-fact for Jordan B</u>

11/12/2009

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\*\* Signature of Reporting Person Date

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

 $^{\ast}$  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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.