Johnson Teresa H Form 4 January 04, 2007

## FORM 4

### **OMB APPROVAL**

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**OMB** 3235-0287 Number:

Check this box if no longer subject to Section 16.

Washington, D.C. 20549

January 31, Expires: 2005

Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Estimated average burden hours per response... 0.5

obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

Name and Address of Reporting Person Johnson Teresa H		orting Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			MONEYGRAM INTERNATIONAL INC [MGI]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	Director	10% Owner	

(Street)

(Month/Day/Year)

X\_ Officer (give title Other (specify below) below)

1550 UTICA AVE. SO., SUITE 100 12/31/2006

EVP, General Counsel, Sect 6. Individual or Joint/Group Filing(Check

4. If Amendment, Date Original Filed(Month/Day/Year)

Applicable Line) \_X\_ Form filed by One Reporting Person

Form filed by More than One Reporting Person

MINNNEAPOLIS, MN 55416

(City)	(State) (	Zip) Table	e I - Non-D	<b>Derivative</b>	Secur	ities Acqui	ired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securion(A) or Di (Instr. 3,	spose	ed of (D)	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)
Commojn Stock	01/03/2007		F	259 (1)	D	\$ 31.495	14,015	D	
Common Stock							2,549	I	By 401(k)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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## 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. Transact Code (Instr. 8)	tiorDerivative Securities		/e Expiration Date s (Month/Day/Year) l (A) or l of (D)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		3 (
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Units (2)	(2)	12/31/2006		A	12.7117		(2)	(2)	Common Stock	12.7117	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
r	Director	10% Owner	Officer	Other				
Johnson Teresa H 1550 UTICA AVE. SO. SUITE 100 MINNNEAPOLIS, MN 55416			EVP, General Counsel, Sect					

## **Signatures**

Reporting Person

Teresa H.

Johnson 01/04/2007

\*\*Signature of Date

## **Explanation of Responses:**

- \* 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).
- (1) Shares were surrendered for the payment of taxes in connection with the vesting of restricted stock.
- The stock units of MoneyGram International, Inc. (MGI) reported herein are held pursuant to the Viad Corp. Deferred Compensation Plan (a plan assumed by MGI), and include units accrued on December 31, 2006 as a result of dividend reinvestment under the plan. Each unit is equivalent to one share of MGI common stock. Units are payable in MGI stock upon the termination of the reporting person's service. The transaction is exempt pursuant to Rule 16b-3(d).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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