

Hannan Michael M
 Form 4
 February 26, 2010

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Hannan Michael M

(Last) (First) (Middle)

BREWSTER INC., 100 GOPHER STREET

(Street)

BANFF, A0 T1L 1J3

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 VIAD CORP [VVI]

3. Date of Earliest Transaction (Month/Day/Year)
 02/24/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)

Group President-Travel & Rec.

6. Individual or Joint/Group Filing (Check Applicable Line)

Form filed by One Reporting Person
 ___ Form filed by More than One Reporting 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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		

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

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SEC 1474 (9-02)

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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title of Underlying Security (Instr. 3)
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	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)		Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title
			Code	V	(A)	(D)			
Cash Only Performance-Based Stock Units	<u>(1)</u>	02/24/2010	D			3,527	<u>(1)</u>	<u>(1)</u>	Comm Stock
Cash Only Stock Units	<u>(2)</u>	02/24/2010	A		4,600		<u>(2)</u>	<u>(2)</u>	Comm Stock
Non-Qualified Stock Option (right to buy)	\$ 19.2	02/24/2010	A ⁽³⁾		14,900		<u>(4)</u>	02/24/2020	Comm Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hannan Michael M BREWSTER INC. 100 GOPHER STREET BANFF, A0 T1L 1J3			Group President-Travel & Rec.	

Signatures

By: Scott E. Sayre For: Michael
Hannan
02/26/2010
**Signature of Reporting Person 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) Not applicable.
- (2) This is an award of restricted stock units. This award will vest 3 years from the date of grant, except that exercisability is accelerated in certain circumstances. The stock units will be settled in cash only.
- (3) Granted pursuant to the 2007 Viad Corp Omnibus Incentive Plan.
- (4) The 10-year option vests in 3 equal installments, one-third after 1 year from the grant date, one-third after 2 years of the grant date, and the remaining one-third after 3 years from the grant date, except that exercisability is accelerated in certain circumstances.

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.