

DEPAOLI DEBORAH J
Form 3
May 04, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â DEPAOLI DEBORAH J | | (Month/Day/Year) | VIAD CORP [VVI] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 05/01/2011 | | |
| 1850 N. CENTRAL AVE., | | | (Check all applicable) | |
| SUITE 800 | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| (Street) | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| PHOENIX,Â AZÂ | 85004-4545 | | General Counsel and Secretary | |
| (City) | (State) | (Zip) | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 10,513 ⁽¹⁾ | D | Â |
| Common Stock | 1,930.9333 | I | by 401K Plan |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|------------------------------------|---------------------------------|---|
|--|--|---|------------------------------------|---------------------------------|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
|--|------------------|-----------------|--------------|----------------------------|---------------------|---|---|
| Incentive Stock Option (right to buy) ⁽²⁾ | Â ⁽³⁾ | 02/24/2020 | Common Stock | 4,400 | \$ 19.2 | D | Â |
| Incentive Stock Option (right to buy) ⁽⁴⁾ | Â ⁽⁵⁾ | 02/19/2013 | Common Stock | 525 | \$ 19.574 | D | Â |
| Incentive Stock Option (right to buy) ⁽⁴⁾ | Â ⁽⁵⁾ | 03/26/2012 | Common Stock | 525 | \$ 26.0684 | D | Â |
| Incentive Stock Option (right to buy) ⁽⁴⁾ | Â ⁽⁵⁾ | 02/22/2012 | Common Stock | 1,200 | \$ 26.305 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| DEPAOLI DEBORAH J 1850 N. CENTRAL AVE., SUITE 800 PHOENIX, AZ 85004-4545 | Â | Â | Â General Counsel and Secretary | Â |

Signatures

DEBORAH J
DEPAOLI

05/04/2011

 Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

Includes 1,000 shares of restricted stock granted 2/21/2007 pursuant to the 1997 Viad Corp Omnibus Incentive Plan. Also includes 1,500

- (1) shares of restricted stock granted 2/23/2009, 2,000 shares of restricted stock granted 2/24/2010, and 2,600 shares of restricted stock granted 2/22/11, pursuant to the 2007 Omnibus Incentive Plan.
- (2) Granted pursuant to the 2007 Viad Corp Omnibus Incentive Plan.
- (3) 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.
- (4) Granted pursuant to the 1997 Viad Corp Omnibus Incentive Plan.
- (5) This option is fully vested and exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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