



**Edgar Filing: VIAD CORP - Form 4**

Derivative Security		(Month/Day/Year)	C	O	D	E	V	of (D) (Instr. 3, 4 and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
								(A)	(D)				
Option-right to buy	\$20.51	02-19-2003	A					100,000			02-19-2013	Common Stock	100,000
			(c)							(c)			

Explanation of responses:

- a. Restricted stock awarded pursuant to 1997 Viad Corp Omnibus Incentive Plan.
- b. Performance-based restricted stock awarded pursuant to 1997 Viad Corp Omnibus Incentive Plan.
- c. Granted pursuant to 1997 Viad Corp Omnibus Incentive Plan, as amended 5-14-2002; each ten-year option contains the right to surrender the option for cash, which right is only exercisable during certain tender offers. The Corporation may permit a participant exercising an option to surrender already owned stock in payment of exercise price, and to surrender stock, to which participant is entitled as a result of such exercise, to satisfy a tax withholding requirement. 33 1/3% of options are exercisable one year after grant, 33 1/3% are exercisable two years after grant and the remaining balance are exercisable three years after grant.

Signature of Reporting Person:

/s/Scott E. Sayre, Attorney-in-Fact

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 Scott E. Sayre, Attorney-in-Fact