**VIAD CORP** Form 4 February 13, 2013

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

Applicable Line)

Person

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

January 31, 2005

0.5

Estimated average burden hours per

response...

**OMB APPROVAL** 

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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)

1. Name and Address of Reporting Person * INGERSOLL ELLEN M			2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
			VIAD CORP [VVI]	(Check all applicable)			
(Last)	(First) (Middle) 3. Date of Earliest T		3. Date of Earliest Transaction				
1850 N. CEN 1900	TRAL AVE	, SUITE	(Month/Day/Year) 02/11/2013	Director 10% Owner _X_ Officer (give title Other (specify below) Chief Financial Officer			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			

Filed(Month/Day/Year)

#### PHOENIX, AZ 85004-4565

(City)	(State)	(Zip) Tabl	le I - No	on-D	<b>D</b> erivative	Secui	ities Acqui	ired, Disposed of	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D Code (Instr. 3, 4 and 5) (Instr. 8)			d of (D)	5. Amount of Securities Ownership Beneficially Form: Direct Owned (D) or Following Indirect (I) Reported (Instr. 4) Transaction(s)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	02/11/2013		M		2,437	A	\$ 19.574	36,637	D	
Common Stock	02/11/2013		M		5,062	A	\$ 19.574	41,699	D	
Common Stock	02/11/2013		G	V	7,499	D	\$ 0	34,200	D	
Common Stock	02/11/2013		F		5,976	D	\$ 26.87	49,928	I	by Family Trust
Common Stock	02/11/2013		G	V	7,499	A	\$ 0	57,427	I	by Family Trust

Common Stock 3,473.3701 I by 401K Plan

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

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 control number.

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 Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shares
Incentive Stock Option (right to buy)	\$ 19.574	02/11/2013		M	2,437	(2)	02/19/2013	Common Stock	2,43
Non-Qualified Stock Option (right to buy)	\$ 19.574	02/11/2013		M	5,062	(2)	02/19/2013	Common Stock	5,06

Relationships

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Director 10% Owner Officer Officer

INGERSOLL ELLEN M

1850 N. CENTRAL AVE., SUITE 1900 Chief Financial Officer

PHOENIX, AZ 85004-4565

## **Signatures**

By: Deborah J. DePaoli For: Ellen M.

Ingersoll 02/13/2013

\*\*Signature of Reporting Person Date

Reporting Owners 2

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# **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) Granted pursuant to the 1997 Viad Corp Omnibus Incentive Plan.
- (2) 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. 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.