

VIAD CORP  
Form 4  
February 27, 2008

# FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## 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 \*  
PEARL SUZANNE

(Last) (First) (Middle)

VIAD CORP, 1850 N. CENTRAL AVE., STE 800

(Street)

PHOENIX, AZ 85004-4545

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
02/25/2008

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)

VP-Human Resources / Viad Corp

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 Following 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)<br>Code V Amount (D) Price                             |                                                                                               |                                                          |                                   |
| Common Stock                    | 02/25/2008                           |                                                    | A <sup>(1)</sup>               | 4,300 A 11                                                        | 14,634                                                                                        | D                                                        |                                   |
| Common Stock                    | 02/25/2008                           |                                                    | A <sup>(2)</sup>               | 3,100 A 12                                                        | 17,734                                                                                        | D                                                        |                                   |
| Common Stock                    | 02/25/2008                           |                                                    | F                              | 312 <sup>(3)</sup> D \$ 33.81                                     | 17,422                                                                                        | D                                                        |                                   |
| Common Stock                    | 02/25/2008                           |                                                    | G                              | 688 D \$ 0                                                        | 16,734                                                                                        | D                                                        |                                   |
| Common Stock                    | 02/25/2008                           |                                                    | G                              | 688 D \$ 0                                                        | 15,068                                                                                        | I                                                        | Family Trust                      |

Common Stock 415.5726 I 401(k) 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. Transaction 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 of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------------------------------------------------|
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------------------------------------------------|

## Reporting Owners

| Reporting Owner Name / Address                                                        | Relationships |           |                    |           |
|---------------------------------------------------------------------------------------|---------------|-----------|--------------------|-----------|
|                                                                                       | Director      | 10% Owner | Officer            | Other     |
| PEARL SUZANNE<br>VIAD CORP<br>1850 N. CENTRAL AVE., STE 800<br>PHOENIX, AZ 85004-4545 |               |           | VP-Human Resources | Viad Corp |

## Signatures

Scott E. Sayre, 02/27/2008  
Attorney-in-Fact

\*\*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) Performance-based restricted stock granted pursuant to 2007 Viad Corp Omnibus Incentive Plan.
- (2) Restricted Stock granted pursuant to 2007 Viad Corp Omnibus Incentive Plan.
- (3)

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Shares were surrendered for payment of taxes in connection with vesting of performance-based restricted stock granted February 21, 2007.

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.