

DEPAOLI DEBORAH J  
Form 3  
May 04, 2011

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

OMB APPROVAL

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**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)

<p>1. Name and Address of Reporting Person *</p> <p>DEPAOLI DEBORAH J</p> <p>(Last) (First) (Middle)</p> <p>1850 N. CENTRAL AVE., SUITE 800</p> <p>(Street)</p> <p>PHOENIX, AZ 85004-4545</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>05/01/2011</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>VIAD CORP [VVI]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) General Counsel and Secretary</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**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 <sup>(1)</sup>	D	^
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)

**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.**

**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) <sup>(2)</sup>	Â <sup>(3)</sup>	02/24/2020	Common Stock	4,400	\$ 19.2	D	Â
Incentive Stock Option (right to buy) <sup>(4)</sup>	Â <sup>(5)</sup>	02/19/2013	Common Stock	525	\$ 19.574	D	Â
Incentive Stock Option (right to buy) <sup>(4)</sup>	Â <sup>(5)</sup>	03/26/2012	Common Stock	525	\$ 26.0684	D	Â
Incentive Stock Option (right to buy) <sup>(4)</sup>	Â <sup>(5)</sup>	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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