

Hill Theodore L.
Form 3
February 20, 2009

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)

1. Name and Address of Reporting
Person *

Â Hill Theodore L.

(Last) (First) (Middle)

1550 UTICA AVENUE SOUTH

(Street)

MINNEAPOLIS,Â MNÂ 55416

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

02/09/2009

3. Issuer Name **and** Ticker or Trading Symbol

MONEYGRAM INTERNATIONAL INC [MGI]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner

☒ Officer ___ Other

(give title below) (specify below)

VP, Global Services

5. If Amendment, Date Original
Filed(Month/Day/Year)

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 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

3,186

I

By 401(k)

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

SEC 1473 (7-02)

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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)

Date
Exercisable

Expiration
Date

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

Amount or
Number of

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect

6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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				Shares		(I) (Instr. 5)	
Option (right to buy) ⁽¹⁾	05/10/2001	05/10/2009	Common Stock	700	\$ 22.4616	D	Â
Option (right to buy) ⁽¹⁾	02/17/2002	02/17/2010	Common Stock	1,700	\$ 18.6069	D	Â
Option (right to buy) ⁽¹⁾	02/15/2003	02/15/2011	Common Stock	3,025	\$ 19.1875	D	Â
Option (right to buy) ⁽¹⁾	03/26/2004	03/26/2012	Common Stock	2,600	\$ 20.7979	D	Â
Option (right to buy) ⁽¹⁾	Â ⁽²⁾	02/18/2011	Common Stock	2,500	\$ 19.3208	D	Â
Option (right to buy) ⁽³⁾	Â ⁽⁴⁾	02/16/2015	Common Stock	4,700	\$ 20.51	D	Â
Option (right to buy) ⁽⁵⁾	Â ⁽⁶⁾	02/15/2016	Common Stock	6,500	\$ 27.245	D	Â
Option (right to buy) ⁽⁵⁾	Â ⁽⁷⁾	02/14/2017	Common Stock	4,600	\$ 29.255	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hill Theodore L. 1550 UTICA AVENUE SOUTH MINNEAPOLIS, MN 55416	Â	Â	Â VP, Global Services	Â

Signatures

Teresa H. Johnson on behalf of Theodore L. Hill 02/20/2009

 **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).

- (1) In a spin-off effective on June 30, 2004, Viad Corp ("Viad") distributed to its stockholders the shares of MoneyGram International, Inc. ("MGI"). At the time of the spin-off, holders of Viad stock received one share of MGI stock for each Viad share held on the record date of June 24, 2004. In addition, (a) all outstanding options to purchase Viad common stock were adjusted to consist of options to purchase Viad common stock and MGI common stock; (b) holders of stock units under deferred compensation plans of Viad received one MGI stock unit for each Viad stock unit held on the record date; and (c) holders of Viad restricted stock received one share of MGI restricted stock for each Viad share of restricted stock held on the record date. The securities ownership of the reporting person listed herein consists of the securities of MGI held immediately following the spin-off as a result of the spin-off distribution. The transaction is exempt pursuant to Rule 16a-9(a).
- (2) The option vests in five equal installments beginning on February 18, 2005.
- (3) Non-qualified stock option granted pursuant to MoneyGram International, Inc. 2004 Omnibus Incentive Plan.

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- (4) The option vests in three equal annual installments beginning on February 16, 2006.
- (5) Non-qualified stock option granted pursuant to MoneyGram International, Inc. 2005 Omnibus Incentive Plan.
- (6) The option vests in three equal annual installments beginning on February 15, 2007.
- (7) The option vests in three equal annual installments beginning on February 14, 2008.

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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