

Edgar Filing: DYKSTRA PAUL B - Form 4

DYKSTRA PAUL B
Form 4
February 21, 2003

FORM 4

U.S. SECURITIES AND EXCHANGE COMMISSION
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| | | |
|---|---|--|
| 1. Name and Address of Reporting Person | 2. Issuer Name and Ticker or Trading Symbol | 3. IRS or Social Security Number of Reporting Person (Voluntary) |
|---|---|--|

| | |
|---|------------------|
| Dykstra, Paul B. GES Exposition Services, Inc. 950 Grier Drive Las Vegas, Nevada 89119 | Viad Corp VVI |
|---|------------------|

6. Relationship of Reporting Person to Issuer (Check all applicable)

Director 10% Owner Officer (give title below) Other (specify below)

President & CEO, GES
Exposition Services

7. Individual or Joint/Group Reporting

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) | 3. Transaction Code (Instr. 8) | 4. Securities acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) |
|---------------------------------|--------------------------------------|--------------------------------|---|---|---|
| Common Stock | 02-19-2003 | A (a) | 7,500 A (a) | | D |
| Common Stock | 02-19-2003 | A (b) | 15,000 A (b) | | 83,269 D |
| Common Stock | | | 58.328 A (c) | | 4,873.672 I |

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 | 3. Transaction Date | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) | 6. Date exercisable and Expiration Date | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Underlying Securities at |
|--|---------------------------|---------------------|--------------------------------|---|---|---|--------------------------------------|
|--|---------------------------|---------------------|--------------------------------|---|---|---|--------------------------------------|

Edgar Filing: DYKSTRA PAUL B - Form 4

| | Price of Derivative Security | 8) | or Disposed of (Instr. 3, 4 and 5) | (Month/Day/Year) | | | | Amount or Number of Shares | | |
|---------------------|------------------------------|-----------------|------------------------------------|------------------|----------|--------|--|----------------------------|--------------|--------|
| | | (| | Date | Expi- | | | | | |
| | | Month/Day/Year) | C O D E V (A) (D) | Exer- cis- able | ra- tion | Title | | | | |
| Option-right to buy | \$20.51 | 02-19-2003 | A | | | 27,400 | | 02-19-2013 | Common Stock | 27,400 |
| | | | (d) | | (d) | | | | | |

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. The information reported is as of January 31, 2003.
- d. 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/Carol Kotek, Attorney-in-Fact

 Carol Kotek, Attorney-in-Fact