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HAY JESS T
Form 4
January 03, 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) |
|---|---|--|

| | | |
|---|------------------|--|
| Hay, Jess P. O. Box 239 Dallas, TX 75221-0239 | Viad Corp VVI | |
|---|------------------|--|

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

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

X

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) |
|---------------------------------|--------------------------------------|--------------------------------|---|---|---|
|---------------------------------|--------------------------------------|--------------------------------|---|---|---|

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 Derivative Security Exercise Price of Security | 3. Transaction Date | 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 Security |
|--|---|---------------------|--------------------------------|--|--|---|----------------------|
|--|---|---------------------|--------------------------------|--|--|---|----------------------|

| | | | | | |
|--------------------|---|---|-----------------|--------|------------------|
| (Month/Day/Year) | C | O | Date Expiration | Expir- | Amount or Number |
|--------------------|---|---|-----------------|--------|------------------|

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| | Year | D | V | (A) | (D) | cis- able | tion Date | Title | of Shares |
|----------------------|------|-----|---|--------|-----|--------------|--------------|--------------|--------------|
| Cash Only StockUnits | | A | | 232.74 | | | | Common Stock | 232.74 |
| | (a) | (a) | | | | (a) | (a) | | |

Explanation of responses:

- a. Stock units credited in accordance with the terms of the Viad Deferred Compensation Plan; each unit is equivalent to one share of common stock of Corporation; units will be settled in cash; transaction exempt pursuant to Rule 16b-3(d).

Signature of Reporting Person:

/s/Scott E. Sayre, Attorney-in-Fact

Scott E. Sayre, Attorney-in-Fact