Edgar Filing: KLOEPPEL DAVID C - Form 4

KLOEPPEL DAV	/ID C										
Form 4 February 04, 2011	1										
FORM 4									OMB A	PPROVA	L
		STATES		AND EXCHANGE COMMISSION , D.C. 20549			•	MB umber:	3235-	0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instruction 1(b).	STATEM Filed pur	suant to S a) of the F	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES SECURITIES SECURITIES SECURITIES SECURITIES January 3 Expires: 200 Estimated average burden hours per								ry 31, 2005 0.5
(Print or Type Respon	ises)										
			2. Issuer Name and Ticker or Trading Symbol GAYLORD ENTERTAINMENT CO /DE [GET]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle) ONE GAYLORD DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 02/02/2011			Director 10% Owner X_ Officer (give title Other (specify below) below) President & COO					
				4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 				
(City) (S	State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or	Beneficia	lly Owned	1
	insaction Date th/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form	: Direct r Indirect	7. Nature Indirect Beneficia Ownershi (Instr. 4)	ıl
Reminder: Report on	a separate line	for each cla	ass of sec	urities bene	ficially own	ned directly of	or indirectly.				
					inform requir	nation cont ed to respo ys a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	m are orm	not	EC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securitie
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

Edgar Filing: KLOEPPEL DAVID C - Form 4

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A or Disposed (D) (Instr. 3, 4, and 5)				
				Code V	(A) ((D) Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Stock Option (right to buy)	\$ 34.3	02/02/2011		A	40,000	02/02/2012 <u>(1)</u>	02/02/2021	Common Stock	40,0
Restricted Stock Unit	\$ 34.3	02/02/2011		А	14,000	02/02/2014 <u>(2)</u>	02/02/2014	Common Stock	14,0

Reporting Owners

Reporting Owner Name / Address	Relationships							
I B	Director	10% Owner	Officer	Other				
KLOEPPEL DAVID C ONE GAYLORD DRIVE NASHVILLE, TN 37214			President & COO					
Signatures								
Carter R. Todd, Attorney-in-Fa Kloeppel	vid C.	02/04/2011						
<u>**</u> Signature of Reporting		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) Option will vest ratably over 4 years in 1/4 increments.
- (2) Represents shares of common stock issuable upon the vesting of restricted stock units, subject to performance based vesting on 2/2/2014.

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.