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KIERNAN DONALD E

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 2. Issuer Name and 3. IRS or Social Person Ticker or Trading Security Symbol Number of Reporting Perso (Voluntary) Kiernan, Donald E. Viad Corp 11643 Elm Ridge Rd. VVI San Antonio, TX 78230 6. Relationship of Reporting Person to Issuer (Check all applicable) _Director _10% Owner _Officer (give title below) _Other (specify below) Χ Director 7. Individual or Joint/Group Reporting [X] 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 2. Trans-3. Trans- 4. Securities aquired (A) 5. Amount of 6. Owner-Security or Disposed of (D) Securities Ship action action (Instr. 3) (Instr. 3, 4 and 5) Beneficially Form: Date Code (Instr. Owned at Direct (Month/ End of Month 8) (A) (D) or Day/ (Instr. 3 Indirec Year) Code V Amount (D) Price and 4) (I) Table II - Derivative Securities Acquired, Disposed of, or Beneficially owned (e.g., puts, calls, warrants, options, convertable securities) 4. 7. 3. 5. Con- Trans- Trans- Number of Date each Trans- Version action action Derivative cisable and of Underlying Expiration Securities Date exer- Title and Amount Title of Derivative Security (Instr. Acquired (A) (Instr. 3) Exercise Date (Instr. 3 and 4) Price of 8) or Disposed (Month/ Derivof (D) Day/Year) (Instr. 3, ative 4 and 5) Security

Month/ C

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		Year)	D E	V	(A)	(D)		tion Date	Title	of Shares
Option-right to buy	\$20.51	02-19 -2003	А		5,000			02-19 -2013	Common Stock	5,000
			(a)				(a)			

Explanation of responses:

a. 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 exerciseable two years after grant and the remaining balance are exercisable three years after grant, except that exercisability is accelerated in certain circumstances.

Signature of Reporting Person:

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

Scott E. Sayre, Attorney-in-Fact