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SAYRE SCOTT E Form 4 February 06, 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
- Name and Address of Reporting Person
- 2. Issuer Name and Ticker or Trading Symbol

3. IRS or Social
Security
Number of
Reporting Perso
(Voluntary)

Sayre, Scott E. Viad Corp

Viad Tower, Station 1012 Phoenix, AZ 85077-1012 Viad Corp VVI

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

_Director _10% Owner _Officer (give title below) _Other (specify below)

X VP-General Counsel & Secretary

- 7. Individual or Joint/Group Reporting
 - $\ensuremath{\left[\mathrm{X}\right]}$ 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. Trans- 3. action Date (Month/ Day/ Year)	Trans- action Code (Instr. 8)	4. Securities aquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	Direct
Common Stock	02-05-2003	M	4,122 A	\$10.56	D
Common Stock	02-05-2003	F (a)	2,004 D	\$21.72	D
Common Stock	02-06-2003	S	2,226 D	\$21.27	11,918 D
Common Stock			26.674 A (b)	2,77	77.304 I

Table II - Derivative Securities Acquired, Disposed of, or Beneficially owned (e.g., puts, calls, warrants, options, convertable securities)

1.	2.	3.	4.	5.	6.	7.	8.
Title of	Con-	Trans-	Trans-	Number of	Date exer-	Title and Amount	Pr
Derivative	version	action	action	Derivative	cisable and	of Underlying	of
Security	or	Date	Code	Securities	Expiration	Securities	De

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(Instr. 3)	Exercise Price of Deriv- ative Security		(Ins 8)	tr.	Acquire or Dispof (D) (Instr 4 and	posed . 3,	Date (Mont Day/Y		(Instr.	3 and	4)	at Se ri (I 5)
		(Month/ Day/ Year)	C O D E	V	(A)	(D)	Date Exer- cis- able	tion	Title		Amount or Number of Shares	
Option-right to buy	\$10.56	02-05 -2003	М			4,122 (c)		02-17 -2003	Common	Stock	4,12	:2

Explanation of responses:

- a. Delivered 2,004 shares in partial payment of exercise of 4,122 shares and, in addition, delivered \$1.44 in cash.
- b. The information reported is as of January 31, 2003.
- c. Granted February, 1993, pursuant to 1992 Stock Incentive Plan.

Signature of Reporting Person:

/s/Scott E. Sayre

Scott E. Sayre