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VIAD CORP 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
- Name and Address of Reporting Person
- 2. Issuer Name and Ticker or Trading Symbol

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

Latta, Glenn Michael Viad Corp Viad Tower, Station 0815 Phoenix, Arizona 85077-0815 Viad Corp VVI

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

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

X Vice President-Contr oller

- 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 Security (Instr. 3)	2. Trans- 3. action Date	Trans- action Code (Instr.	4. Securities aquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of 6 Securities Beneficially Owned at		Ship Form: Direct
	(Month/ Day/ Year)	8) Code V	Amount	(A) or (D) Price		End of Month (Instr. 3 and 4)		(D) or Indirec (I)
Common Stock	02-19-2003	A (a)		3,500 A (a)		3	3 , 5	00 D

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

(Instr. 3) Exercise (Instr. Acquired (A) Date (Price of 8) or Disposed (Month/Deriv-of (D) Day/Year) ative (Instr. 3, Security 4 and 5)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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		(Month/ Day/ Year)	C O D E	V	(A)	(D)	Exer- cis-	Expi- ra- tion Date	Title	Amount or Number of Shares
Option-right to buy	\$20.51	02-19 -2003	A (b)		8,5	500	(b)	02-19 -2013	Common Stock	8,500

Explanation of responses:

- a. Restricted stock awarded pursuant to 1997 Viad Corp Omnibus Incentive Plan.
- b. 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.

Signature of Reporting Person:

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

Scott E. Sayre, Attorney-in-Fact