

VISTA GOLD CORP
Form 4
August 19, 2016

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
SUN VALLEY GOLD MASTER FUND, LTD

(Last) (First) (Middle)

INTERNATIONAL MANAGEMENT SERVICES LTD, 3RD FLR, HARBOUR CTRE, N CHURCH ST BOX61

(Street)

GRAND CAYMAN, E9 KY1-1102

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
VISTA GOLD CORP [VGZ]

3. Date of Earliest Transaction (Month/Day/Year)
08/12/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
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. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	08/12/2014		P		219,499 A \$ 0.439	8,342,083	D
Common Stock	02/09/2015		P		8,827 A \$ 0.32	8,350,910	D
Common Stock	07/13/2015		P		234,739 A \$ 0.251	8,585,649	D
Common Stock	07/15/2015		P		127,032 A \$ 0.2408	8,712,681	D
	07/21/2015		P		57,600 A	8,770,281	D

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Common Stock					\$ 0.2454		
Common Stock	07/29/2015	P	25,000	A	\$ 0.2796	8,795,281	D
Common Stock	07/30/2015	P	115,000	A	\$ 0.2792	8,910,281	D
Common Stock	07/31/2015	P	27,271	A	\$ 0.2797	8,937,552	D
Common Stock	08/05/2015	P	200,000	A	\$ 0.28	9,137,552	D
Common Stock	08/06/2015	P	300,000	A	\$ 0.28	9,437,552	D
Common Stock	08/07/2015	P	161,596	A	\$ 0.28	9,599,148	D
Common Stock	08/10/2015	P	28,280	A	\$ 0.2897	9,627,428	D
Common Stock	08/13/2015	P	105,287	A	\$ 0.29	9,732,715	D
Common Stock	08/17/2015	P	23,010	A	\$ 0.288	9,755,725	D
Common Stock	08/25/2015	P	25,461	A	\$ 0.2893	9,781,186	D
Common Stock	09/10/2015	P	127,200	A	\$ 0.28	9,908,386	D
Common Stock	09/24/2015	P	33,950	A	\$ 0.2801	9,942,336	D
Common Stock	09/25/2015	P	200,000	A	\$ 0.2847	10,142,336	D
Common Stock	09/28/2015	P	2,400	A	\$ 0.28	10,144,736	D
Common Stock	10/09/2015	P	3,200	A	\$ 0.302	10,147,936	D
Common Stock	11/16/2015	P	2,385	A	\$ 0.26	10,150,321	D
Common Stock	11/19/2015	P	56,494	A	\$ 0.2744	10,206,815	D
Common Stock	11/20/2015	P	4,500	A	\$ 0.2735	10,211,315	D
Common Stock	12/04/2015	P	6,476	A	\$ 0.28	10,217,791	D
	12/07/2015	P	21,750	A		10,239,541	D

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Common Stock						\$ 0.2971		
Common Stock	12/08/2015		P	33,943	A	\$ 0.2879	10,273,484	D
Common Stock	12/10/2015		P	57,765	A	\$ 0.3	10,331,249	D
Common Stock	12/11/2015		P	19,796	A	\$ 0.3	10,351,045	D
Common Stock	12/14/2015		P	8,700	A	\$ 0.2775	10,359,745	D
Common Stock	12/15/2015		P	9,300	A	\$ 0.2775	10,369,045	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	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 Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V (A) (D)				

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SUN VALLEY GOLD MASTER FUND, LTD
INTERNATIONAL MANAGEMENT SERVICES LTD
3RD FLR, HARBOUR CTRE, N CHURCH ST BOX61
GRAND CAYMAN, E9 KY1-1102

X

Signatures

Sun Valley Gold Master Fund, Ltd., By: /s/ Peter F. Palmedo,
Director

08/19/2016

__Signature of Reporting Person

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).

Remarks:

Sun Valley Gold Master Fund, Ltd. disclaims beneficial ownership of the reported securities except to the extent of its pecunia

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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