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VIAD CORP
Form 4
April 01, 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 Person | 2. Issuer Name and Ticker or Trading Symbol | 3. IRS or Social Security Number of Reporting Person (Voluntary) |
|-----------------------------------------|---------------------------------------------|------------------------------------------------------------------|

| | |
|-------------------------------------------------------------------------|------------------|
| Hofer, Judith K. 6101 S.W. Sheridan Street Portland, OR 97225 | Viad Corp VVI |
|-------------------------------------------------------------------------|------------------|

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

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

X

7. Individual or Joint/Group Reporting

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) | 3. Transaction Code (Instr. 8) | 4. Securities acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) |
|---------------------------------|--------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------|-----------------------------------------------|
|---------------------------------|--------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------|-----------------------------------------------|

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 | 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 Underlying Security at the end of the reporting period (Instr. 5) |
|--------------------------------------------|--------------------------------------------------------|---------------------|--------------------------------|----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------------------------------------------------------|
|--------------------------------------------|--------------------------------------------------------|---------------------|--------------------------------|----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------------------------------------------------------|

| | | | | | |
|------|--------|---|------------|-------|--------|
| (| Month/ | C | Date Exer- | Expi- | Amount |
| Day/ | O | | ra- | | or |
| | | | | | Number |

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| | Year | D | E | V | (A) | (D) | cis- able | tion Date | Title | of Shares |
|----------------------|------|-----|---|---|--------|-----|--------------|--------------|--------------|--------------|
| Cash Only StockUnits | | A | | | 236.89 | | | | Common Stock | 236.89 |
| | (a) | (a) | | | | | (a) | (a) | | |

Explanation of responses:

- a. Stock units credited in accordance with the terms of the Viad Deferred Compensation Plan; each unit is equivalent to one share of common stock of Corporation; units will be settled in cash; transaction exempt pursuant to Rule 16b-3(d).

Signature of Reporting Person:

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

Scott E. Sayre, Attorney-in-Fact