

Edgar Filing: DYKSTRA PAUL B - Form 5

DYKSTRA PAUL B  
Form 5  
January 30, 2003

FORM 5

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)
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Dykstra, Paul B. GES Exposition Services, Inc. 950 Grier Drive Las Vegas, Nevada 89119	Viad Corp VVI
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6. Relationship of Reporting Person to Issuer (Check all applicable)

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

President & CEO, GES  
Exposition Services

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. Trans-action Date (Month/Day/Year)	3. Trans-action 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. Owner-Ship Form: Direct (D) or Indirect (I)
Common Stock	03-26-2002	A (a)	7,500 A (a)		D
Common Stock	03-26-2002	A (b)	13,800 A (b)		56,769 D
Common Stock			131.462 A (c)	4,815.344	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. Con- version or Exercise	3. Trans- action Date	4. Trans- action Code (Instr. 8)	5. Number of Derivative Securities Acquired (A)	6. Date exer- cisable and Expiration Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Pr of De at
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	Price of Deriv- ative Security	8)	or Disposed of (D) (Instr. 3, 4 and 5)	(Month/ Day/Year)				Amount or Number of Shares	
	( Month/ Day/ Year )	C O D E	V	(A)	(D)	Date Exer- cis- able	Expi- ra- tion Date	Title	
Option-right to buy	\$27.315	03-26 -2002	A	27,400			03-26 -2012	Common Stock	27,400
			(d)			(d)			
Performance Units		02-21 -2002	J		2,110			Common Stock	
	(e)					(e)	(e)		(e)

Explanation of responses:

- a. Restricted stock awarded pursuant to 1997 Viad Corp Omnibus Incentive Plan.
- b. Performance-driven restricted stock awarded pursuant to 1997 Viad Corp Omnibus Incentive Plan.
- c. The information reported is as of December 31, 2002.
- d. Granted pursuant to 1997 Viad Corp Omnibus Incentive Plan, as amended 2-15-2001; 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. 50% of options are exercisable one year after grant and 100% exercisable two years after grant, except that exercisability is accelerated in certain circumstances.
- e. Settlement of Performance Units granted February 1999 pursuant to Viad Corp Performance Units Incentive Plan; units awarded with respect to performance period ending 12-31-2001 and payment of award based on achievement of financial measures and performance of common stock.

Signature of Reporting Person:

/s/Carol Kotek, Attorney-in-Fact

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Carol Kotek, Attorney-in-Fact