

Rabbitt Kevin M  
Form 3  
January 05, 2006

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Rabbitt Kevin M		(Month/Day/Year)	VIAD CORP [VVI]	
(Last)	(First)	01/05/2006		
			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
GES EXPOSITION SERVICES, INC., 950 GRIER DRIVE				
(Street)			(Check all applicable)	
LAS VEGAS, NV 89119			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below) (specify below)	
			President & CEO / GES Exposition Services, Inc.	
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	398	D	^
Common Stock	166 <sup>(1)</sup>	D	^
Common Stock	404 <sup>(2)</sup>	D	^
Common Stock	875 <sup>(3)</sup>	D	^
Common Stock	3,000 <sup>(4)</sup>	D	^
Common Stock	451.0971 <sup>(5)</sup>	I	401(k) Plan

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**



### Edgar Filing: Rabbitt Kevin M - Form 3

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 exercisable two years after grant and the remaining balance are exercisable three years after grant.

- (8) Granted pursuant to 1997 Viad Corp Omnibus Incentive Plan in connection with election as a director of the Corporation. Each seven-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. 20% of options are exercisable one year after grant, 20% are exercisable two years after grant, 20% after three years, 20% after four years, and the balance any time after five years from the grant date, except that exercisability is accelerated in certain circumstances.

Â

**Remarks:**

Note:Â AlsoÂ seeÂ attachedÂ ExhibitÂ EX-24Â powerÂ ofÂ attorney.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.