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VIAD CORP
Form 8-K
February 03, 2006

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

February 3, 2006
Date of Report (Date of earliest event reported)

VIAD CORP
(Exact name of registrant as specified in its charter)

| | | |
|---|--|--|
| Delaware (State or other jurisdiction of incorporation) | 001-11015 (Commission File Number) | 36-1169950 (IRS Employer Identification No.) |
|---|--|--|

| | |
|--|--------------------------|
| 1850 North Central Avenue, Suite 800, Phoenix, Arizona (Address of principal executive offices) | 85004-4545 (Zip Code) |
|--|--------------------------|

Registrant's telephone number, including area code: (602) 207-4000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On February 3, 2006, Viad Corp (the "Company") issued a press release announcing its unaudited financial results for the fourth quarter and full year 2005. A copy of the Company's press release is furnished herewith as Exhibit 99 and is

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incorporated by reference herein.

The information in Item 2.02 of this current report on Form 8-K is being furnished and shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in Item 2.02 of this current report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended.

Item 8.01 OTHER EVENTS

On February 3, 2006, Viad also announced its intent to repurchase up to one million shares of its common stock from time to time at prevailing prices in the open market under a recent authorization by its Board of Directors.

Item 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits

99 - Press Release dated February 3, 2006.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

VIAD CORP
(Registrant)

February 3, 2006

By /s/ G. Michael Latta

G. Michael Latta
Vice President - Controller
(Chief Accounting Officer and
Authorized Signer)