

MONEYGRAM INTERNATIONAL INC

Form 4

February 18, 2005

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Dutra Mary A

2. Issuer Name **and** Ticker or Trading  
Symbol  
MONEYGRAM INTERNATIONAL  
INC [MGI]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

1550 UTICA AVENUE  
SOUTH, SUITE 100

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/16/2005

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_X\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
VP, Gen Mgr Payment Systems

MINNEAPOLIS, MN 55416

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**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 Ownership (Instr. 4)		
			Code	V	Amount (A) or (D)	Price			
Common Stock	02/16/2005		F		253 <sup>(1)</sup>	D	\$ 20.51	20,830	D
Common Stock <sup>(2)</sup>	02/16/2005		A		2,500	A	\$ 0	23,330	D

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

**Persons who respond to the collection of  
information contained in this form are not  
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SEC 1474  
(9-02)

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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)	Amount or Number of Shares
Stock Options (right to buy) <sup>(3)</sup>	\$ 20.51	02/16/2005		A	10,400	02/16/2006 <sup>(4)</sup> 02/16/2015	Common Stock	10,400

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Dutra Mary A 1550 UTICA AVENUE SOUTH SUITE 100 MINNEAPOLIS, MN 55416	VP, Gen Mgr Payment Systems

## Signatures

Claudia Saavedra for Mary A. Dutra 02/18/2005

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).
- Shares were surrendered for payment of taxes in connection with the vesting of restricted stock granted by Viad Corp on January 1, 2004.
- (1) In a spin-off effective June 30, 2004, holders of Viad restricted stock received one share of MoneyGram restricted stock and one share of Viad restricted stock for each share of Viad restricted stock held.
  - (2) Restricted stock awarded pursuant to MoneyGram International, Inc. 2004 Omnibus Incentive Plan ("2004 Omnibus Plan").
  - (3) Non-qualified stock option granted pursuant to 2004 Omnibus Plan.
  - (4) The option vests in three equal annual installments beginning on February 16, 2006.

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.