Edgar Filing: BOYD GAMING CORP - Form 4

BOYD GAMING CORP Form 4				
January 05, 2017				
		RITIES AND EXCHA ashington, D.C. 20549	NGE COMMISSION	OMB APPROVAL OMB 3235-0287 Number:
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	January 31, 2005 Estimated average burden hours per response 0.5			
(Print or Type Responses)				
1. Name and Address of Reporting BOYD WILLIAM S	Person <u>*</u> 2. Issu Symbol	er Name and Ticker or Tradin	ng 5. Relationship of I Issuer	Reporting Person(s) to
	-	O GAMING CORP [BYE	D] (Check	c all applicable)
(Last) (First) (3883 HOWARD HUGHES PARKWAY, NINTH FLOO	(Month) 01/03/	of Earliest Transaction /Day/Year) 2017	_X_ Director _X_ Officer (give below)	X 10% Owner
(Street)	4. If An	nendment, Date Original	6. Individual or Joi	int/Group Filing(Check
LAS VEGAS, NV 89169	Filed(M	onth/Day/Year)	Applicable Line) _X_ Form filed by O Form filed by M Person	ne Reporting Person ore than One Reporting
(City) (State)	(Zip) Ta	ble I - Non-Derivative Securi	ities Acquired, Disposed of,	or Beneficially Owned
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)		3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5 (A) or	5. Amount of 6. Securities For Beneficially (E) Owned (E)	Ownership 7. Nature of orm: Direct Indirect O) or Indirect Beneficial
Reminder: Report on a separate lin	e for each class of see	· · · · · · · · · · · · · · · · · · ·	ectly or indirectly.	ion of SEC 1474

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu

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(Instr. 3)	Price of Derivative Security	(Mont	(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(Iı	(Ins
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Career Restricted Stock Units	<u>(1)</u>	01/03/2017		A		7,827		(2)	(2)	Common Stock	7,827	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
BOYD WILLIAM S 3883 HOWARD HUGHES PARKWAY NINTH FLOOR LAS VEGAS, NV 89169	Х	Х	Executive Chairman				
Signatures							
Brian A. Larson, Attorney-in-Fact for Wil Boyd	liam S.	01	/05/2017				
<u>**</u> Signature of Reporting Person			Date				
LAS VEGAS, NV 89169 Signatures Brian A. Larson, Attorney-in-Fact for Wil Boyd	liam S.	01					

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).

The Career Restricted Stock Units were granted to the Reporting Person for no consideration pursuant to the Issuer's Career Shares(1) Program under its 2012 Stock Incentive Plan. Each Career Restricted Stock Unit represents a contingent right to receive one share of Issuer common stock.

The Career Restricted Stock Units will be paid out in shares of Issuer common stock at the time of retirement based upon the Reporting Person's/grantee's attained age and years of continuous service at the time of retirement. To receive any payout under the Career Shares Program, grantees must be at least years 55 years old and must have been continually employed by the Issuer for a minimum of 10 years. Retirement after 10 years of service will entitle a grantee to 50 percent of his or her Career Restricted Stock Units. This increases to 75

(2) Reference after 10 years of service will entitle a grantee to 50 percent of his of her Career Restricted Stock Onits. This increases to 75 percent after 15 years and 100 percent following 20 years of employment. In the event of grantee's death or permanent disability, or following a change in control of Issuer, the grantee will be deemed to have attained age 55 and the Career Restricted Stock Units will immediately vest and convert into shares of Issuer common stock based on the grantee's years of continuous service through the date of death, termination resulting from permanent disability or the change in control, as applicable.

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.