Edgar Filing: BOWDISH ELLIE J. - Form 4

BOWDISH E	ELLIE J.									
Form 4	2000									
December 03										
FORM	4 UNITED S	STATES SECUR Was				NGE	COMMISSION		PPROVAL 3235-0287	
Check this if no long subject to Section 16 Form 4 or Form 5 obligation may conti <i>See</i> Instru 1(b).	er STATEM 5. Filed purs ¹⁸ Section 17(a	Washington, D.C. 20549 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						Expires: Estimated a burden hou response	Expires:January 31, 2005Estimated average burden hours per response0.5	
(Print or Type R	esponses)									
1. Name and Ad BOWDISH	ddress of Reporting F ELLIE J.	Symbol	Name and				5. Relationship of Issuer	f Reporting Per		
(Last)	(First) (M	(iddle) 3. Date of	Earliest Tra	ansaction			(Chec	ck all applicable	e)	
	ARD HUGHES , NINTH FLOOF	(Month/D 12/01/20 R	-				Director X_Officer (give below) VP & Chi		6 Owner er (specify Officer	
	(Street)		ndment, Dat hth/Day/Year)	-			6. Individual or Jo Applicable Line) _X_ Form filed by 0			
LAS VEGAS	S, NV 89169						Form filed by M Person	More than One R	eporting	
(City)	(State) ((Zip) Tabl	e I - Non-De	erivative S	Securi	ties Ac	quired, Disposed of	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. Transactic Code (Instr. 8) Code V	4. Securi onAcquired Disposed (Instr. 3, Amount	l (A) o l of (D)	Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	12/01/2009		А	3,604	A	\$ 0 (1)	3,604	D		

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

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transacti Code (Instr. 8)	5. Number on f 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)		8 1 22 ()
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (Right to Buy)	\$ 8.34	12/01/2009		А	8,500	(2)	12/01/2019	Common Stock	8,500	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
BOWDISH ELLIE J. 3883 HOWARD HUGHES PARKWAY NINTH FLOOR LAS VEGAS, NV 89169			VP & Chief Executive Officer			
Signatures						
Brian A. Larson, Attorney-in-Fact for Ellie Bowdish		12/03/2009				
<u>**</u> Signature of Reporting Person		Date				
Explanation of Responses						

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).

(1) The Reporting Person was awarded 8,500 Restricted Stock Units for no consideration pursuant to the Issuer's 2002 Stock Incentive Plan.
 (1) Each Restricted Stock Unit represents a contingent right to receive one share of Issuer common stock upon vesting. The Restricted Stock Units will vest in full upon the third anniversary of the date of award. The Restricted Stock Units are subject to the forfeiture and other terms and conditions contained in the award agreement and the 2002 Stock Incentive Plan.

(2) Options granted under Boyd Gaming Corporation's 2002 Stock Incentive Plan. Vesting plan calls for options to become exercisable at the rate of 33.333% per year on the first day of each successive 12 month period commencing one year from grant date.

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.

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