### Edgar Filing: BOYD GAMING CORP - Form 4

	AING CORP											
Form 4 January 16, 2	2015											
FORM					<b>a</b>		~~~	NGE			APPROVAL	
Washington, D.C. 20549									N OMB Number:			
Check this box								Expires:	January 31, 2005			
subject to Section 16. Form 4 or				HANGES IN BENEFICIAL OWNERS SECURITIES						Estimate burden h response	d average ours per	
Form 5 obligatio may com <i>See</i> Instr 1(b).	tinue. Section	17(a) of the		tility I	Iold	ing Con	ipany	y Act o	ge Act of 1934 of 1935 or Sect 940	,		
(Print or Type ]	Responses)											
BOYD WILLIAM S Symbol				uer Name <b>and</b> Ticker or Trading ol D GAMING CORP [BYD]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)					ווען	2]	(Check all applicable)			
				e of Earliest Transaction n/Day/Year) /2015					_X_ Director _X_ 10% Owner _X_ Officer (give title Other (specify			
	Y, NINTH FLO		01/00/2	010					below) Ex	below) ecutive Chairn	nan	
	(Street)		4. If Ame Filed(Mor			te Original	l		6. Individual or Applicable Line) _X_Form filed b	y One Reporting	Person	
LAS VEGA	AS, NV 89169								Form filed by Person	More than One	Reporting	
(City)	(State)	(Zip)	Tabl	e I - No	on-D	erivative	Secur	ities Ao	cquired, Disposed	of, or Benefic	ially Owned	
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ar) Execution any		Code		4. Securi nAcquired Disposed (Instr. 3,	(A) o of (D	)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common				Code		Amount	(D)	Price	(Instr. 3 and 4)			
Stock	01/05/2015			G	V	6,488	D	<u>(1)</u>	19,036,183	Ι	By Trust (2)	
Common Stock									212,654	Ι	By Limited Partnership $*$ $(3)$	
Common Stock									153,117	Ι	By Spouse *	
Common Stock									175,793	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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transact Code (Instr. 8)	5. ionNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
1	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 Wi Boyd	lliam S.	01/16/2015						
<b>**</b> 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).

On January 5, 2015, the reporting person gifted 6,488 shares of Common Stock (the "Shares") from William S. Boyd Gaming Properties Trust ("WSBGPT") to the education trusts of the following grandchildren in the amounts specified in brackets: The Aysia

- (1) Lynn Boyd 1997 Education Trust (811 shares), The Samuel Joseph Boyd, Jr., 1997 Education Trust (811 shares), The Taylor Joseph Boyd 1997 Education Trust (811 shares), The Josef William Boyd 1997 Education Trust (811 shares), The T'Mir Kathleen Boyd 1997 Education Trust (811 shares), The William Samuel Boyd 1997 Education Trust (811 shares), The Sean William Johnson 1997 Education Trust (811 shares), and The Justin Boyd 1999 Education Trust (811 shares).
- (2) By William S. Boyd Gaming Properties Trust ("WSBGPT") of which reporting person is the trustee, settlor and beneficiary.
- (3) By BG-09 Limited Partnership, of which each of the William S. Boyd Gaming Properties Trust ("WSBGPT") and the Marianne Boyd Gaming Properties Trust ("MBGPT") are the general partners thereof.

### **Remarks:**

\* The reporting person expressly disclaims beneficial ownership of any securities of the Issuer except for those securities that

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.