Edgar Filing: VISTA GOLD CORP - Form 4

VISTA GOLD CO	ORP											
Form 4												
August 12, 2013												
FORM 4	UNITED	статес	SECU	DITIES A		VCU	IANCE	COMMISSIO	N		PPROVA	۸L
		SIAILS		shington						OMB Number:	3235	-0287
Check this box if no longer subject to Section 16. Form 4 or	IENT OF	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Expires: January 2 Estimated average burden hours per response		ry 31, 2005 0.5	
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 193 Section 17(a) of the Public Utility Holding Company Act of 1935 or Sec 30(h) of the Investment Company Act of 1940								of 1935 or Sect				
(Print or Type Respon	nses)											
1. Name and Address of Reporting Person <u>*</u> CLARK JOHN M			2. Issuer Name and Ticker or Trading Symbol VISTA GOLD CORP [VGZ]				-	5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle)			3. Date of Earliest Transaction			-	(Check all applicable)					
C/O VISTA GOLD CORP., 7961 SHAFFER PARKWAY, SUITE 5			(Month/Day/Year) 08/09/2013				X_ Director Officer (gi below)	ive tit		% Owner her (specify		
(Street)			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 						
LITTLETON, CO	O 80127							Person	y IVIO	re than One R	eporung	
(City) (A	State)	(Zip)	Tab	le I - Non-l	Derivat	ive Sec	curities A	cquired, Disposed	l of, d	or Beneficia	lly Owne	d
	unsaction Date th/Day/Year)	2A. Deema Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Dispos (Instr.	red (A) sed of (3, 4 an (A or	D) d 5))	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	For (D) (I)	Ownership m: Direct or Indirect str. 4)	7. Nature Indirect Beneficia Ownersh (Instr. 4)	al 1ip
Reminder: Report on	a separate line	for each cla	ass of sec	urities bene	ficially	owned	directly o	or indirectly.				
					Per info req dis	rsons ormati juired	who res ion cont to respo	pond to the colle ained in this forr ond unless the fo ntly valid OMB co	m ar orm	e not	SEC 1474 (9-02)	

 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 of	6. Date Exercisable and	7. Title and Amount of	8.1
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	De
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Sec

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired or Dispos (D) (Instr. 3, 4 and 5)	ed of					(
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	3
Restricted Stock Units	<u>(1)</u>	08/09/2013		А		63,000 (1)		<u>(1)</u>	<u>(1)</u>	Common Stock	63,000	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
CLARK JOHN M C/O VISTA GOLD CORP. 7961 SHAFFER PARKWAY, SUITE 5 LITTLETON, CO 80127	Х						
Signatures							
/s/ Connie Martinez as attorney-in-fact fo Clark		08/12/2013					
<u>**</u> 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).
- Each restricted stock unit represents a contingent right to receive one share of VGZ common stock. Vesting of 25,200 of the RSUs will
 (1) occur on 8/9/16, subject to the reporting person meeting annual performance criteria. Vesting of the remaining 37,800 RSUs will occur on 8/9/15 and is tied to share price performance of the Issuer's common shares.

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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