VISTA GOLD CORP Form 4

March 09, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287 Number:

OMB APPROVAL

2005

January 31, Expires:

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response...

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations

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

1(b).

Common

Shares

03/07/2017

(Print or Type Responses)

may continue.

See Instruction

1. Name and Address of Reporting Person * CLARK JOHN M		2. Issuer Symbol	Name and	Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer					
			VISTA	GOLD C	ORP [VGZ]	(Check all applicable)				
(Last)	(First) (N	Middle)	3. Date of	Earliest Tra	ansaction					
			(Month/D	ay/Year)		_X_ Director	10%	Owner		
	GOLD CORP., ² PARKWAY, SUI		03/07/20)17		Officer (give below)	below)	er (specify		
		1123								
(Street)			4. If Amei	ndment, Da	te Original	6. Individual or Joint/Group Filing(Check				
			Filed(Mon	th/Day/Year)		Applicable Line) _X_ Form filed by One Reporting Person				
LITTLETO	N, CO 80127					Form filed by N Person	More than One Re	eporting		
(City)	(State)	(Zip)	Table	e I - Non-D	erivative Securities Acq	uired, Disposed of	f, or Beneficial	ly Owned		
1.Title of	2. Transaction Date	e 2A. Deei	med	3.	4. Securities Acquired	5. Amount of	6. Ownership	7. Nature o		
Security	(Month/Day/Year)	Executio	n Date, if	Transactio	on(A) or Disposed of	Securities	Form: Direct	Indirect		
(Instr. 3)				Code	(D)	Beneficially	(D) or	Beneficial		
		(Month/I	Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership		
						Following	(Instr. 4)	(Instr. 4)		
					(4)	Reported				
					(A)	Transaction(s)				

Code V

Α

or

(D)

Amount

17,000

(1)

Price

\$0

(1)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

(Instr. 3 and 4)

D

79,067

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

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	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Titl		8. Price of	9. Nu
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transact Code (Instr. 8)	orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	:		Amou Under Securi (Instr.	lying	Derivative Security (Instr. 5)	Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

CLARK JOHN M C/O VISTA GOLD CORP. 7961 SHAFFER PARKWAY, SUITE 5 LITTLETON, CO 80127



Signatures

/s/ Connie Martinez as attorney-in-fact for John M. Clark

03/09/2017

**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 March 7, 2016, the reporting person was granted performance-based restricted stock units ("RSUs"). Each RSU represents a

(1) contingent right to receive one share of VGZ common stock. The established performance criteria was determined to have been met for the RSUs reported above on March 7, 2017.

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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