

JOHNSON MARIANNE BOYD  
Form 4  
January 22, 2010

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
JOHNSON MARIANNE BOYD

2. Issuer Name and Ticker or Trading Symbol  
BOYD GAMING CORP [BYD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
3883 HOWARD HUGHES  
PARKWAY, NINTH FLOOR

3. Date of Earliest Transaction (Month/Day/Year)  
01/12/2010

Director  10% Owner  
 Officer (give title below)  Other (specify below)

Executive Vice President

(Street)  
LAS VEGAS, NV 89169

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	01/12/2010		G	V 1,518 A <u>11</u>	31,529	I	By Trust * <u>(2)</u>
Common Stock	01/12/2010		G	V 1,518 A <u>11</u>	31,529	I	By Trust * <u>(3)</u>
Common Stock	01/12/2010		G	V 1,518 A <u>11</u>	30,239	I	By Trust * <u>(4)</u>
Common Stock	01/12/2010		G	V 1,518 A <u>11</u>	31,529	I	By Trust * <u>(5)</u>
Common Stock	01/12/2010		G	V 1,518 A <u>11</u>	31,529	I	By Trust * <u>(6)</u>

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Common Stock	01/12/2010	G	V	1,518	A	<u>(1)</u>	30,039	I	By Trust * <u>(7)</u>
Common Stock	01/12/2010	G	V	1,518	A	<u>(1)</u>	16,131	I	By Trust * <u>(8)</u>
Common Stock							91,324	I	By Trust * <u>(9)</u>
Common Stock							130,247	I	By Trust * <u>(10)</u>
Common Stock							30,582	I	By Annuity Trust * <u>(11)</u>
Common Stock							32,613	I	By Annuity Trust * <u>(12)</u>
Common Stock							53,904	I	By Annuity Trust * <u>(13)</u>
Common Stock							108,340	I	By Annuity Trust * <u>(14)</u>
Common Stock							62,218	I	By Annuity Trust * <u>(15)</u>
Common Stock							123,587	I	By Annuity Trust * <u>(16)</u>
Common Stock							722,353	I	By Limited Partnership * <u>(17)</u>
Common Stock							1,907,138	I	By Limited Partnership * <u>(18)</u>
Common Stock							2,339,618	I	By Limited Partnership * <u>(19)</u>
Common Stock							1,675,532	I	By Limited Partnership * <u>(20)</u>
Common Stock							1,552,049	I	By Limited Partnership * <u>(21)</u>
Common Stock							1,035,000	I	By Limited Partnership * <u>(22)</u>
Common Stock							1,731,288	I	By Trust <u>(23)</u>
Common Stock							90,144	D	



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- (7) By Marianne Boyd Johnson as Trustee of the Josef William Boyd Education Trust Dated 7/1/97.
- (8) By Marianne Boyd Johnson as Trustee of the Justin Boyd Education Trust Dated 11/1/99.
- (9) By the Johnson Children's Trust Dated 6/24/96, Bruno Mark, Trustee.
- (10) By William R. Boyd and Myong Boyd Children's Trust dated 8/1/93, of which the reporting person is the trustee.
- (11) By BG-99 Grantor Retained Annuity Trust #3, of which the reporting person is the trustee.
- (12) By BG-00 Grantor Retained Annuity Trust #3, of which the reporting person is the trustee.
- (13) By BG-01 Grantor Retained Annuity Trust #2, of which the reporting person is the trustee.
- (14) By BG-01 Grantor Retained Annuity Trust #3, of which the reporting person is the trustee.
- (15) By BG-02 Grantor Retained Annuity Trust #2, of which the reporting person is the trustee.
- (16) By BG-02 Grantor Retained Annuity Trust #3, of which the reporting person is the trustee.
- (17) By W.M. Limited Partnership, of which the Marianne Boyd Gaming Properties Trust, of which the reporting person is the trustee, settlor and beneficiary, is the general partner thereof.
- (18) By BG-99 Limited Partnership, of which the Marianne Boyd Gaming Properties Trust, of which the reporting person is the trustee, settlor and beneficiary, is the general partner thereof.
- (19) By BG-00 Limited Partnership, of which the Marianne Boyd Gaming Properties Trust, of which the reporting person is the trustee, settlor and beneficiary, is the general partner thereof.
- (20) By BG-01 Limited Partnership, of which the Marianne Boyd Gaming Properties Trust, of which the reporting person is the trustee, settlor and beneficiary, is the general partner thereof.
- (21) By BG-02 Limited Partnership, of which the Marianne Boyd Gaming Properties Trust, of which the reporting person is the trustee, settlor and beneficiary, is the general partner thereof.
- (22) 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.
- (23) By the Marianne E. Boyd Johnson Gaming Properties Trust, of which the reporting person is the Trustee, Settlor and Beneficiary, excluding shares held by W.M. Limited Partnership, BG-99 Limited Partnership, BG-00 Limited Partnership, BG-01 Limited Partnership, BG-02 Limited Partnership, and BG-09 Limited Partnership which are included in notes (17) through (22) hereof.

### 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.