

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

**FORM 144
NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933**

ATTENTION: Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.

1 (a) NAME OF ISSUER (Please type or print)		(b) IRS IDENT. NO.		(c) SEC. FILE NO.		OMB APPROVAL OMB Number: 3235-0101 Expires: July 31, 2023 Estimated average burden hours per response 1.00	
Boyd Gaming Corporation		88-0242733		1-12882		SEC USE ONLY DOCUMENT SEQUENCE NO.	
1 (b) ADDRESS OF ISSUER		CITY		STATE		ZIP CODE	
6465 S Rainbow Blvd		Las Vegas		NV		89118	
2 (a) NAME OF PERSON FOR WHOM ACCOUNT THE SECURITIES ARE TO BE SOLD		(b) RELATIONSHIP TO ISSUER		(c) ADDRESS STREET		(d) TELEPHONE NO.	
Keith E Smith		President and CEO		6465 S Rainbow Blvd		702 792-7200	
				Las Vegas		NV 89118	

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

3 (a) Title of the Class of Securities To Be Sold	(b) Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities	SEC USE ONLY (c) Broker-Dealer File Number	(d) Number of Shares or Other Units To Be Sold (See Instr. 3(e))	(e) Aggregate Market Value (See Instr. 3(f))	(f) Number of Shares or Other Units Outstanding (See Instr. 3(g))	(g) Approximate Date of Sale (See Instr. 3(h)) (MO, DAY, YR)	(h) Name of Each Securities Exchange (See Instr. 3(i))
Common	UBS Financial Services Inc./ Gary Rosenberg 2475 Village View Dr Ste 150 Henderson, NV 89074		75,000	4,860,071	104,375,084	2.28.23	NYSE

INSTRUCTIONS:

- (a) Name of Issuer
(b) Issuer's I.R.S. Identification Number
(c) Issuer's S.E.C. File number, if any
(d) Issuer's address, including zip code
(e) Issuer's telephone number, including area code
- (a) Name of person for whose account the securities are to be sold
(b) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
(c) Such person's address, including zip code

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 control number.

TABLE I — SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired (If gift, also give donor's name)	Amount of Securities Acquired	Date of Payment	Nature of Payment
Common	2.28.22	Acquisition via PSU	Boyd Gaming Corporation	40,000	N/A	Cash N/A
	2.28.22	Acquisition via PSU	Boyd Gaming Corporation	80,011	N/A	N/A

INSTRUCTIONS:

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
Keith B Smith c/o Boyd Gaming Corporation 6465 S Rainbow Blvd Las Vegas, NV 89118	Boyd Gaming Corp Common Stock	2.27.23	25,000	\$4,600,583.62

REMARKS:

INSTRUCTIONS:

See the definition of "person" in paragraph (e) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (c) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION: The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 144, he must so indicate by signing the form and including the date that the plan was adopted or the instructions given, that person must make representations as of the plan adoption or instruction date.

2/28/23

DATE OF NOTICE

[Signature]

SIGNATURE

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTIONS, IF ANY, OR DATE OF NOTICE

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed and copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)