

Edgar Filing: KEMPER DAVID W - Form 4

| | | | |
|--------------|-----------|---|----------------------|
| Common Stock | 5,990 | I | Exec Comp Plan |
| Common Stock | 19,035 | I | JW Kemper Trust |
| Common Stock | 2,002,568 | I | James M Kemper Trust |
| Common Stock | 39,897 | I | MLK Trust- JMK issue |
| Common Stock | 143,533 | I | Tower Properties Co |
| Common Stock | 19,022 | I | WL Kemper Trust |

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

Persons who 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.

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 Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | Code | V (A) (D) | | | | |

Reporting Owners

Reporting Owner Name / Address

Relationships

| | | | |
|----------|-----------|----------------------------|-------|
| Director | 10% Owner | Officer | Other |
| X | | Chairman of the Board, CEO | |

KEMPER DAVID W
1000 WALNUT ST., 7TH FLOOR
KANSAS CITY, MO 64106

Signatures

By: Jeffery D. Aberdeen For: David W.
Kemper

02/07/2005

__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).

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.