Lawrence Larry M Form 4 February 04, 2010

## FORM 4

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

**OMB APPROVAL** 

**OMB** 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Lawrence Larry M Issuer Symbol KANSAS CITY SOUTHERN [KSU] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner \_X\_\_ Officer (give title Other (specify KANSAS CITY SOUTHERN, PO 02/03/2010 below) BOX 219335 Exec. VP & Asst. to Chairman (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person

KANGAG CITY MO 64121 0225

Form filed by More than One Reporting

KANSAS CITY, MO 64121-9335							Person			
(City)	(State)	Zip) Table	erivative :	uired, 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. Securi on(A) or D (D) (Instr. 3,	4 and (A) or	d of	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	02/03/2010		F	14	D	\$ 30.9	62,918	D		
Common Stock							11.242 <u>(1)</u>	I	By ESOP	
Common Stock							9,652.931 (2)	I	by 401(k) & P/S Plan	

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

## Edgar Filing: Lawrence Larry M - Form 4

#### number.

# 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)				e	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy) (3)	\$ 12.575					11/01/2002	10/31/2011	Common Stock	15,000
LSAR (3)	\$ 12.575					(3)	(3)	Common Stock	15,000
Option (Right to Buy) (3)	\$ 15.8					05/01/2003	04/30/2012	Common Stock	10,000
LSAR (3)	\$ 15.8					(3)	<u>(3)</u>	Common Stock	10,000
Option (Right to Buy) (3)	\$ 11.2					04/01/2008	03/31/2013	Common Stock	15,000
LSAR (3)	\$ 11.2					<u>(3)</u>	<u>(3)</u>	Common Stock	15,000
Option (Right to Buy) (3)	\$ 14.6					01/02/2005	01/01/2014	Common Stock	6,000
LSAR (3)	\$ 14.6					(3)	<u>(3)</u>	Common Stock	6,000
Option (Right to Buy) (3)	\$ 14.53					<u>(4)</u>	02/08/2014	Common Stock	827
LSAR (3)	\$ 14.53					<u>(3)</u>	<u>(3)</u>	Common Stock	827
Option (Right to Buy) (3)	\$ 19.02					05/04/2006	05/03/2015	Common Stock	19,000

8. Pri Deriv Secur (Instr LSAR (3) \$ 19.02

(3)

Exec. VP &

Asst. to

Chairman

(3)

Common Stock

19,000

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Relationships

Lawrence Larry M
KANSAS CITY SOUTHERN
PO BOX 219335
KANSAS CITY, MO 64121-9335

## **Signatures**

Brian P. Banks, Attorney-in-fact

\*\*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).
- (1) 11.242 shares have accrued to my account under the KCS Employee Stock Ownership Plan.
- (2) 9,652.931 shares have accrued to my account under the KCS 401(k) and Profit Sharing Plan.
- Limited Stock Appreciation Rights ("LSARs") are granted in tandem with stock options. LSARs become exercisable only following a change-in-control of the Company in lieu of related options and are exercisable only for cash. LSARs terminate when the related options are exercised or terminated.
- (4) These options become exercisable in installments: 165 on February 9, 2004, 165 on June 23, 2004, 166 on June 23, 2005 and 331 on June 23, 2006.

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.

Reporting Owners 3