MCDONNELL THOMAS A

Form 4 May 07, 2010

FORM 4

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

OMB APPROVAL OMB

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

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

SECURITIES

may continue. See Instruction

obligations

1(b).

(Print or Type Responses)

MCDONNELL THOMAS A			2. Issuer Name and Ticker or Trading Symbol					Issuer	5. Relationship of Reporting Person(s) to Issuer			
			KANSAS CITY SOUTHERN [KSU]				[KSU	J] (C	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			(c						
************************			(Month/Day/Year)					_X_ Director		10% Owner Other (specify		
KANSAS CITY SOUTHERN, PO BOX 219335			05/06/2010					below)				
(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 KANSAS CITY, MO 64121-9335 Form filed by More than One Reporting Person												
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Secu	rities A	cquired, Dispose	ed of, or Benefi	icially Owned		
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Execution any	ned n Date, if Day/Year)	3. Transaction Code (Instr. 8)	4. Securi on Acquired Disposed (Instr. 3,	(A) of (D))	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	05/06/2010			A	2,360	A	\$0	75,859	D			
Common Stock								500,000 (1)	I	By West Side Investments, Inc.		

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

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(9-02)

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$\label{thm:convertible} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transactic Code (Instr. 8)	5. Dr.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. Pri Deriv Secui (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option (Right to Buy) (2)	\$ 11.54					03/18/2004	03/17/2013	Common Stock	20,000	
LSAR (2)	\$ 11.54					(2)	(2)	Common Stock	20,000	
Option (Right to Buy) (2)	\$ 11.05					05/01/2004	04/30/2013	Common Stock	10,000	
LSAR (2)	\$ 11.05					(2)	<u>(2)</u>	Common Stock	10,000	
Option (Right to Buy) (2)	\$ 13.8					05/04/2005	05/05/2014	Common Stock	10,000	
LSAR (2)	\$ 13.8					(2)	(2)	Common Stock	10,000	

Reporting Owners

Attorney-In-Fact

**Signature of Reporting Person

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	ips Officer	Other			
MCDONNELL THOMAS A KANSAS CITY SOUTHERN PO BOX 219335 KANSAS CITY, MO 64121-9335	X						
Signatures							
Brian P. Banks,	05/07	/2010					

Date

Reporting Owners 2

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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).
- West Side Investments, Inc. is a wholly owned subsidiary of DST Systems, Inc. The reporting person is a Director and President and (1) CEO of DST Systems, Inc. The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- 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 of terminated.

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.