

KANSAS CITY SOUTHERN  
Form 4  
February 15, 2005

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
JONES JAMES R

(Last) (First) (Middle)

1501 M STREET NW, SUITE 700

(Street)

WASHINGTON, DC 20005

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

KANSAS CITY SOUTHERN [KSU]

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

02/14/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock                    | 02/14/2005                           |  | P                              | 1,100 A   | \$ 18.99 15,580   | D  |                                   |

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

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SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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| 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 Underlying Security (Instr. 3 and 4) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title  | Amount or Number of Shares |
| Option (Right to Buy)                      | \$ 1.8784  |                                      |  |                                |   | 11/13/1998   | 11/12/2007  | Common Stock                                     | 3,000                      |
| Option (Right to Buy)                      | \$ 2.8589  |                                      |  |                                |   | 04/30/1999   | 04/29/2008  | Common Stock                                     | 1,500                      |
| Option (Right to Buy) <sup>(1)</sup>       | \$ 3.5898  |                                      |  |                                |   | 05/03/2000   | 05/05/2009  | Common Stock                                     | 1,500                      |
| LSAR <sup>(1)</sup>                        | \$ 3.5898  |                                      |  |                                |   | <u>(1)</u>   | <u>(1)</u>  | Common Stock                                     | 1,500                      |
| Option (Right to Buy) <sup>(1)</sup>       | \$ 5.75  |                                      |  |                                |   | 05/02/2001   | 07/12/2010  | Common Stock                                     | 30,000                     |
| LSAR <sup>(1)</sup>                        | \$ 5.75  |                                      |  |                                |   | <u>(1)</u>   | <u>(1)</u>  | Common Stock                                     | 30,000                     |
| Option (Right to Buy) <sup>(1)</sup>       | \$ 5.75  |                                      |  |                                |   | 07/13/2003   | 07/12/2010  | Common Stock                                     | 6,000                      |
| LSAR <sup>(1)</sup>                        | \$ 5.75  |                                      |  |                                |   | <u>(1)</u>   | <u>(1)</u>  | Common Stock                                     | 6,000                      |
| Option (Right to Buy) <sup>(1)</sup>       | \$ 12.5  |                                      |  |                                |   | 05/01/2002   | 05/02/2011  | Common Stock                                     | 10,000                     |
| LSAR <sup>(1)</sup>                        | \$ 12.5  |                                      |  |                                |   | <u>(1)</u>   | <u>(1)</u>  | Common Stock                                     | 10,000                     |
| Option (Right to Buy) <sup>(1)</sup>       | \$ 16.02   |                                      |  |                                |   | 04/30/2003   | 05/01/2012  | Common Stock                                     | 10,000                     |
| LSAR <sup>(1)</sup>                        | \$ 16.02   |                                      |  |                                |   | <u>(1)</u>   | <u>(1)</u>  | Common Stock                                     | 10,000                     |

|   |          |            |            |                 |        |
|---|----------|------------|------------|-----------------|--------|
| Option<br>(Right to Buy) <sup>(1)</sup> | \$ 11.05 | 05/01/2004 | 04/30/2013 | Common<br>Stock | 10,000 |
| LSAR <sup>(1)</sup>                     | \$ 11.05 | <u>(1)</u> | <u>(1)</u> | Common<br>Stock | 10,000 |
| Option<br>(Right to Buy) <sup>(1)</sup> | \$ 13.8  | <u>(2)</u> | 05/05/2014 | Common<br>Stock | 10,000 |
| LSAR <sup>(1)</sup>                     | \$ 13.8  | <u>(1)</u> | <u>(1)</u> | Common<br>Stock | 10,000 |

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| JONES JAMES R<br>1501 M STREET NW, SUITE 700<br>WASHINGTON, DC 20005 | X             |           |         |       |

## Signatures

Julie D. Powell,  
Attorney-in-Fact

02/15/2005

  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).

- Limited Stock Appreciation Rights ("LSARs") are granted in tandem with stock options. LSARs become exercisable only following a
- (1) 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.
  - (2) These options will become exercisable on May 6, 2005 or on the day prior to the Annual Meeting of Stockholders held in 2005, whichever is first.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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