

KANSAS CITY SOUTHERN  
Form 4  
May 02, 2008

**FORM 4**

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

OMB APPROVAL

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**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 \*  
**HEAVIN JERRY W**

(Last) (First) (Middle)

**KANSAS CITY SOUTHERN, PO BOX 219335**

(Street)

**KANSAS CITY, MO 64121-9335**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

**KANSAS CITY SOUTHERN [KSU]**

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

**05/01/2008**

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)

**Sr. Vice President of Sub.**

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/01/2008		M		23,000	A	\$ 12.55
Common Stock	05/01/2008		S		3,100	D	\$ 46.86
Common Stock	05/01/2008		S		3,800	D	\$ 46.87
Common Stock	05/01/2008		S		800	D	\$ 46.88
Common Stock	05/01/2008		S		2,300	D	\$ 46.89

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Common Stock	05/01/2008	S	3,000	D	\$ 46.9	34,892 <sup>(5)</sup>	D	
Common Stock	05/01/2008	S	1,600	D	\$ 46.91	33,292 <sup>(5)</sup>	D	
Common Stock	05/01/2008	S	600	D	\$ 46.92	32,692 <sup>(5)</sup>	D	
Common Stock	05/01/2008	S	3,600	D	\$ 46.93	29,092 <sup>(5)</sup>	D	
Common Stock	05/01/2008	S	400	D	\$ 46.94	28,692 <sup>(5)</sup>	D	
Common Stock	05/01/2008	S	1,100	D	\$ 46.95	27,592 <sup>(5)</sup>	D	
Common Stock	05/01/2008	S	200	D	\$ 46.96	27,392 <sup>(5)</sup>	D	
Common Stock	05/01/2008	S	100	D	\$ 46.99	27,292 <sup>(5)</sup>	D	
Common Stock	05/01/2008	S	400	D	\$ 47	26,892 <sup>(5)</sup>	D	
Common Stock	05/01/2008	S	200	D	\$ 47.01	26,692 <sup>(5)</sup>	D	
Common Stock	05/01/2008	S	600	D	\$ 47.02	26,092 <sup>(5)</sup>	D	
Common Stock	05/01/2008	S	1,100	D	\$ 47.03	24,992 <sup>(5)</sup>	D	
Common Stock	05/01/2008	S	100	D	\$ 47.04	24,892 <sup>(5)</sup>	D	
Common Stock						1,418.354	I	Held by 401(k) & P/S Plan <sup>(7)</sup>
Common Stock						1.019	I	Held by ESOP <sup>(4)</sup>

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

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(9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and 4)				
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy) <u>(1)</u>	\$ 13.34						09/04/2002	09/03/2011	Common Stock	20,000
LSAR <u>(1)</u>	\$ 13.34						<u>(1)</u>	<u>(1)</u>	Common Stock	20,000
Option (Right to Buy) <u>(1)</u>	\$ 14.78						07/19/2003	07/18/2012	Common Stock	30,000
LSAR <u>(1)</u>	\$ 14.78						<u>(1)</u>	<u>(1)</u>	Common Stock	30,000
Option (Right to Buy) <u>(1)</u>	\$ 12.9						10/01/2007	09/30/2012	Common Stock	80,000
LSAR <u>(1)</u>	\$ 12.9						<u>(1)</u>	<u>(1)</u>	Common Stock	80,000
Option (Right to Buy) <u>(1)</u>	\$ 14.6						11/07/2007	11/06/2012	Common Stock	2,000
LSAR <u>(1)</u>	\$ 14.6						<u>(1)</u>	<u>(1)</u>	Common Stock	2,000
Option (Right to Buy) <u>(1)</u>	\$ 12.55						<u>(2)</u>	01/15/2013	Common Stock	2,996
LSAR <u>(1)</u>	\$ 12.55						<u>(1)</u>	<u>(1)</u>	Common Stock	2,996
Option (Right to Buy) <u>(1)</u>	\$ 12.55	05/01/2008		<u>M(6)</u>	23,000		01/16/2008	01/15/2013	Common Stock	23,000
LSAR <u>(1)</u>	\$ 12.55	05/01/2008		<u>J(6)</u>	23,000		<u>(1)</u>	<u>(1)</u>	Common Stock	23,000
Option (Right to Buy) <u>(1)</u>	\$ 14.6						01/02/2005	01/01/2014	Common Stock	20,000
LSAR <u>(1)</u>	\$ 14.6						<u>(1)</u>	<u>(1)</u>	Common Stock	20,000

