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HAVERTY Form 4	MICHAEL R									
October 23, FORN	ЛЛ								OMB AF	PROVAL
	UNITEI) STATES		RITIES A shington,			NGE C	OMMISSION	OMB Number:	3235-0287
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. STATEMENT OF CHA Filed pursuant to Section Section 17(a) of the Public				NGES IN BENEFICIAL OWNERSHIP OF SECURITIES 16(a) of the Securities Exchange Act of 1934, Utility Holding Company Act of 1935 or Section Investment Company Act of 1940					January 31, 2005 Estimated average burden hours per response 0.5	
(Print or Type	Responses)									
	Address of Reportin	g Person <u>*</u>	Symbol	r Name and AS CITY			6	5. Relationship of Issuer		
(Last) (First) (Middle) 3. Date of (Month/			(Month/E	(22/2012)X				(Check all applicable) _X Director 10% Owner _X Officer (give title Other (specify elow) below) Executive Chairman		
KANSAS ((Street) CITY, MO 6412	1-9335		endment, Da nth/Day/Year	-			6. Individual or Jo Applicable Line) _X_ Form filed by C Form filed by M Person	One Reporting Pe	rson
(City)	(State)	(Zip)	Tab	le I - Non-E	Derivative S	Securi	ties Acqu	uired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	 Execution any 		3. Transactic Code (Instr. 8) Code V	4. Securiti or(A) or Dis (Instr. 3, 4) Amount	sposed	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	10/22/2012			М	21,411	A	\$ 12.55	709,441 <u>(1)</u>	D	
Common Stock	10/22/2012			М	5,000	А	\$ 14.6	714,441 <u>(1)</u>	D	
Common Stock	10/22/2012			F	13,904 (2)	D	\$ 79.45	700,537 <u>(1)</u>	D	
Common Stock								51,100.06	Ι	Held by 401(k) and P/S Plan

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

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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 3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Employee Stock Option (Right to Buy) (4)	\$ 12.55	10/22/2012		M <u>(3)</u>	15,901	01/16/2003	01/15/2013	Common Stock	15,9
LSAR (4)	\$ 12.55	10/22/2012		J <u>(3)</u>	15,901	(4)	(4)	Common Stock	15,9
Employee Stock Option (Right to Buy) (4)	\$ 12.55	10/22/2012		M <u>(3)</u>	5,510	01/16/2008	01/15/2013	Common Stock	5,51
LSAR (4)	\$ 12.55	10/22/2012		J <u>(3)</u>	5,510	(4)	(4)	Common Stock	5,5
Employee Stock Option (Right to Buy) (4)	\$ 14.6	10/22/2012		M <u>(3)</u>	5,000	01/02/2005	01/01/2014	Common Stock	5,00
LSAR (4)	\$ 14.6	10/22/2012		J <u>(3)</u>	5,000	(4)	(4)	Common Stock	5,00
Employee Stock Option (Right to Buy) (4)	\$ 14.53					02/09/2004	02/08/2014	Common Stock	13,6
LSAR (4)	\$ 14.53					(4)	(4)		13,6

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Commor	1
Stock	

Employee Stock Option (Right to Buy)	\$ 35.41	03/01/2013 <u>(5)</u>	02/29/2020	Common Stock	49,2
Employee Stock Option (Right to Buy)	\$ 52.62	<u>(6)</u>	02/22/2021	Common Stock	15,7
Employee Stock Option (Right to Buy)	\$ 66.99	<u>(6)</u>	02/21/2022	Common Stock	10,6

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
HAVERTY MICHAEL R KANSAS CITY SOUTHERN PO BOX 219335 KANSAS CITY, MO 64121-9335	Х		Executive Chairman			
Signatures						

Brian P. Banks,	10/23/2012		
Attorney-in-fact	10/23/2012		
**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).

8,042 of these shares represent performance shares that were earned on February 22, 2012 when the KCS Compensation and Organization
 Committee determined that the 2011 performance goals were met. These performance shares will not vest until February 28, 2014. With respect to these shares, the reporting person does not have the right to vote, receive, or be entitled to receive, cash or non-cash dividends or any other beneficial rights as a shareholder of the Company.

- (2) Of these shares, 4,299 shares were surrendered to the option price and 9,605 shares were withheld to pay taxes for the reporting person's employee stock option exercise.
- (3) Options exercised in rule 16b-3 exempt transaction. LSARs canceled with respect to such shares.
- (4) 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.
- (5) Prior to March 1, 2013, this option may become exercisable in 1/3 increments if the daily closing price of Kansas City Southern's common stock on the New York Stock Exchange is greater than or equal to \$38.95, \$42.85, and \$47.14, respectively, for at least 30 consecutive trading days. The first target was met and 16,400 of these options became exercisable on November 19, 2010. The second

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target was met and 16,400 of these options became exercisable on December 8, 2010. The third target was met and 16,400 of these options became exercisable on January 7, 2011.

(6) These options become exercisable in three equal installments beginning on the first anniversary of the date of grant.

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.