

HAVERTY MICHAEL R
Form 4
February 23, 2012

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 *
HAVERTY MICHAEL R

(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)

02/22/2012

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)
Executive Chairman

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	02/22/2012		A	V	14,023 (1)	A	\$ 0	648,606 (2)	D	
Common Stock					50,425.577 (3)	I				Held by 401(k) and P/S Plan

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

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SEC 1474 (9-02)

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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)	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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy) ⁽⁴⁾	\$ 12.55					01/16/2003	01/15/2013	Common Stock	15,9
LSAR ⁽⁴⁾	\$ 12.55					⁽⁴⁾	⁽⁴⁾	Common Stock	15,9
Employee Stock Option (Right to Buy) ⁽⁴⁾	\$ 12.55					01/16/2008	01/15/2013	Common Stock	5,51
LSAR ⁽⁴⁾	\$ 12.55					⁽⁴⁾	⁽⁴⁾	Common Stock	5,51
Employee Stock Option (Right to Buy) ⁽⁴⁾	\$ 14.6					01/02/2005	01/01/2014	Common Stock	90,0
LSAR ⁽⁴⁾	\$ 14.6					⁽⁴⁾	⁽⁴⁾	Common Stock	90,0
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⁾	Common Stock	13,6
Employee Stock Option (Right to Buy)	\$ 35.41					03/01/2013 ⁽⁵⁾	02/29/2020	Common Stock	49,2

