

Wochner William J  
 Form 4  
 March 01, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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 \*  
 Wochner William J

2. Issuer Name and Ticker or Trading Symbol  
 KANSAS CITY SOUTHERN [KSU]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 KANSAS CITY SOUTHERN, PO BOX 219335  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 02/29/2012

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Sr VP & Chief Legal Officer

KANSAS CITY, MO 64121-9335  
 (City) (State) (Zip)

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

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)
				Code V Amount (D) Price			
Common Stock	02/29/2012		F	219 D \$ 69.58	81,775 <sup>(1)</sup>	D	
Common Stock					17,176.695	I	Held by 401(k) & P/S Plan

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474 (9-02)

Edgar Filing: Wochner William J - Form 4

**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 Securities (Instr. 3 and 4)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy) <sup>(2)</sup>	\$ 12.55					01/16/2003	01/15/2013	Common Stock	1,148
LSAR <sup>(2)</sup>	\$ 12.55					<u>(2)</u>	<u>(2)</u>	Common Stock	1,148
Employee Stock Option (Right to Buy) <sup>(2)</sup>	\$ 14.6					01/02/2005	01/01/2014	Common Stock	6,000
LSAR <sup>(2)</sup>	\$ 14.6					<u>(2)</u>	<u>(2)</u>	Common Stock	6,000
Employee Stock Option (Right to Buy) <sup>(2)</sup>	\$ 14.53					02/09/2004	02/08/2014	Common Stock	1,102
LSAR <sup>(2)</sup>	\$ 14.53					<u>(2)</u>	<u>(2)</u>	Common Stock	1,102
Employee Stock Option (Right to Buy) <sup>(2)</sup>	\$ 34.11					02/23/2012	02/22/2017	Common Stock	22,500
LSAR <sup>(2)</sup>	\$ 34.11					<u>(2)</u>	<u>(2)</u>	Common Stock	22,500
Employee Stock Option	\$ 35.41					03/01/2013 <sup>(3)</sup>	02/29/2020	Common Stock	6,800

