

DST SYSTEMS INC
 Form 5
 February 06, 2015

FORM 5

**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).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
TOWLE STEVEN J
 (Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol
DST SYSTEMS INC [DST]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 EVP and Head of Financial Svcs

C/O DST SYSTEMS, 333 W. 11TH ST 5TH FL
 (Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2014

KANSAS CITY, MO 64105
 (City) (State) (Zip)

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

6. Individual or Joint/Group Reporting (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) (A) or (D) Price | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|--|
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|--|

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 | 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) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Title and Amount of Derivative Securities (Instr. 3 and 4) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|---|
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|---|

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| Derivative Security | | | | | or Disposed of (D) | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
|---------------------|---|------------|---|----|--------------------|-----|------------------|-----------------|--------------|----------------------------|----|
| | | | | | (A) | (D) | | | | | |
| Phantom Stock | Â | 03/14/2014 | Â | J4 | 3.815 | Â | Â (1) | Â (1) | Common Stock | 3.815 | \$ |
| Phantom Stock | Â | 06/13/2014 | Â | J4 | 4.032 | Â | Â (1) | Â (1) | Common Stock | 4.032 | \$ |
| Phantom Stock | Â | 09/12/2014 | Â | J4 | 4.156 | Â | Â (1) | Â (1) | Common Stock | 4.156 | \$ |
| Phantom Stock | Â | 12/12/2014 | Â | J4 | 3.907 | Â | Â (1) | Â (1) | Common Stock | 3.907 | \$ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| TOWLE STEVEN J C/O DST SYSTEMS 333 W. 11TH ST 5TH FL KANSAS CITY, MO 64105 | Â | Â | Â EVP and Head of Financial Svcs | Â |

Signatures

/s/Randall D. Young for Steven J. Towle by power of attorney 02/06/2015

__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).

Each share of phantom stock is the economic equivalent of one share of DST Systems, Inc. common stock. The phantom shares were (1) issued pursuant to the Boston Financial Data Services, Inc. ("BFDS") Officers Deferred Compensation Plan. Phantom shares are settled in cash on a schedule determined by the Reporting Person during his service with BFDS.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.