

RUSS RONALD G  
Form 4  
February 07, 2005

**FORM 4**

**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).

**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 \*  
RUSS RONALD G

(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)

02/03/2005

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 Vice President & CFO

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                    | 02/03/2005                           |  | A                              |   | 2,130   | A  | \$ 0                              |
|                                 |                                      |  |                                |   | 15,743 <sup>(1)</sup>   | D  |                                   |

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

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SEC 1474 (9-02)

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

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| 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. P Der Sec (Ins |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title             | Amount or Number of Shares |
| Option (Right to Buy) <sup>(2)</sup>       | \$ 16.28   |                                      |  |                                |   | 06/03/2003   | 06/02/2012  | Common Stock      | 35,000                     |
| LSAR <sup>(2)</sup>                        | \$ 16.28   |                                      |  |                                |   | <sup>(2)</sup>   | <sup>(2)</sup>  | Common Stock      | 35,000                     |
| Option (Right to Buy) <sup>(2)</sup>       | \$ 12.9  |                                      |  |                                |   | 10/01/2007   | 09/30/2012  | Common Stock      | 115,000                    |
| LSAR <sup>(2)</sup>                        | \$ 12.9  |                                      |  |                                |   | <sup>(2)</sup>   | <sup>(2)</sup>  | Common Stock      | 115,000                    |
| Option (Right to Buy) <sup>(2)</sup>       | \$ 14.6  |                                      |  |                                |   | 11/07/2007   | 11/06/2012  | Common Stock      | 20,000                     |
| LSAR <sup>(2)</sup>                        | \$ 14.6  |                                      |  |                                |   | <sup>(2)</sup>   | <sup>(2)</sup>  | Common Stock      | 20,000                     |
| Option (Right to Buy) <sup>(2)</sup>       | \$ 12.55   |                                      |  |                                |   | <sup>(3)</sup>   | 01/15/2013  | Common Stock      | 3,686                      |
| LSAR <sup>(2)</sup>                        | \$ 12.55   |                                      |  |                                |   | <sup>(2)</sup>   | <sup>(2)</sup>  | Common Stock      | 3,686                      |
| Option (Right to Buy) <sup>(2)</sup>       | \$ 12.55   |                                      |  |                                |   | 01/16/2008   | 01/15/2013  | Common Stock      | 45,000                     |
| LSAR <sup>(2)</sup>                        | \$ 12.55   |                                      |  |                                |   | <sup>(2)</sup>   | <sup>(2)</sup>  | Common Stock      | 45,000                     |
| Option (Right to Buy) <sup>(2)</sup>       | \$ 14.6  |                                      |  |                                |   | 01/02/2005   | 01/01/2014  | Common Stock      | 40,000                     |
| LSAR <sup>(2)</sup>                        | \$ 14.6  |                                      |  |                                |   | <sup>(2)</sup>   | <sup>(2)</sup>  | Common Stock      | 40,000                     |
| Option (Right to                           | \$ 14.53   |                                      |  |                                |   | <sup>(4)</sup>   | 02/08/2014  | Common Stock      | 4,539                      |

Buy) (2)

|                 |          |            |            |                 |       |
|-----------------|----------|------------|------------|-----------------|-------|
| LSAR <u>(2)</u> | \$ 14.53 | <u>(2)</u> | <u>(2)</u> | Common<br>Stock | 4,539 |
|-----------------|----------|------------|------------|-----------------|-------|

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                                |       |
|--|---------------|-----------|--------------------------------|-------|
|  | Director      | 10% Owner | Officer                        | Other |
| RUSS RONALD G<br>KANSAS CITY SOUTHERN<br>PO BOX 219335<br>KANSAS CITY, MO 64121-9335 |               |           | Executive Vice President & CFO |       |

## Signatures

|                |            |
|----------------|------------|
| Ronald G. Russ | 02/07/2005 |
|----------------|------------|

  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).

(1) Includes 1,883 shares acquired under the KCS employee stock purchase plan on December 31, 2004.

Limited Stock Appreciation Rights ("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.

(3) These options are exercisable in installments: 738 on June 23, 2003, 738 on June 23, 2004, 738 on June 23, 2005 and 1,472 on June 23, 2006.

(4) These options are exercisable in installments: 907 on February 9, 2004, 908 on June 23, 2004, 908 on June 23, 2005 and 1816 on June 23, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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