Edgar Filing: STROHM MICHAEL D - Form 4

STROHM MI	ICHAEL D											
Form 4												
December 31,	, 2008											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION										PPROVAL		
CUNIVI 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287			
Check this if no longe	r									January 31, 2005		
subject to	STATEN	IENT OI	F CHANGES IN BENEFICIAL OW					NERSHIP OF	Expires: Estimated a			
Section 16	j.	SECURITIES							burden hours per			
Form 4 or Form 5	F'1 1		۰ ، ۱		a	г	1	A (C1024	response 0.5			
obligation							-	e Act of 1934,	-			
may contin	nue.			vestment	· ·			f 1935 or Sectio	Π			
See Instruct 1(b).	ction	50(II)	of the m	vestment	company	Au	0117-	10				
(Print or Type R	esponses)											
1. Name and Ad STROHM M	2. Issuer Name and Ticker or Trading Symbol WADDELL & REED FINANCIAL INC [WDR]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
(Last)	(First) (M	Aiddle)	3. Date of	Earliest Tra	ansaction			Director		Owner		
			(Month/Day/Year)					_X_ Officer (give title Other (specify below)				
6300 LAMAR AVENUE			12/31/2008					SVP & Chief Operations Officer				
		4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check					
	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person						
OVERLAND	PARK, KS 662	202							Jore than One Re			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecurit	ies Acq	uired, Disposed of	f, or Beneficial	ly Owned		
1.Title of Security	2. Transaction Date (Month/Day/Year)								6. Ownership Form: Direct (D) or Indirect (I) Ownersh			
(Instr. 3)	(intendis Duy) (cur)	any						Beneficially		Beneficial		
		(Month/I	/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)							Ownership		
								Following Reported	(Instr. 4)	(Instr. 4)		
						(A)		Transaction(s)				
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Class A Common	12/31/2008			А	60,900	A	\$0	189,602	D			

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.

 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. Transac Code (Instr. 3	Secu Acqu (A) c Disp of (D (Instr	vative rities nired or osed)) r. 3,	6. Date Exercisable and Expiration Date (Month/Day/Year)		Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
				Code	4, an V (A)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
STROHM MICHAEL D 6300 LAMAR AVENUE OVERLAND PARK, KS 66202			SVP & Chief Operations Officer				
Signatures							
Michael D. 12/. Strohm	31/2008						

<u>**</u>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).

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.