Edgar Filing: Lawrence Larry M - Form 4

Lawrence La Form 4	•									
February 05,									OMB AF	PROVAL
	UNITE	D STATES		ITIES A hington,			NGE C	COMMISSION	OMB Number:	3235-0287
Check thi if no long	ter		ECHAN	CEC DU	DENIDE				Expires:	January 31, 2005
subject to Section 16. Form 4 or				ANGES IN BENEFICIAL OW SECURITIES				NERSHIP OF	Estimated average burden hours per response	
Form 5 obligation may cont <i>See</i> Instru 1(b).	ns Section 1	7(a) of the		ility Hold	ling Con	ipany	Act of	e Act of 1934, 1935 or Section 0	1	
(Print or Type F	Responses)									
Lawrence Larry M Symbol			Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
						ERN	[KSU]	(Check	k all applicable)
(Last)	(First)	(Middle)	3. Date of (Month/D	Earliest Tra ay/Year)	ansaction			Director	10%	Owner
KANSAS C BOX 21933	TTY SOUTHE	RN, PO	02/01/20	•				X Officer (give below) Exec. VP of	title Other below) & Asst. to Chai	er (specify rman
			th/Day/Year) Applic			Applicable Line)	. Individual or Joint/Group Filing(Check Applicable Line) X_ Form filed by One Reporting Person			
KANSAS C	CITY, MO 6412	21-9335						Form filed by M Person		
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Yea	ar) Executio any	med on Date, if Day/Year)	3. Transactic Code (Instr. 8)	4. Securit on(A) or Di (Instr. 3,	spose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial
Common Stock	02/01/2008			Code V F	Amount 18	(D) D	Price \$ 36.98	(Instr. 3 and 4) 59,027	D	
Common Stock								5,000	I	By Trust
Common Stock								0.791	Ι	By ESOP
Common Stock								6,821.351	Ι	by 401(k) & P/S Plan (4)

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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		e	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy) <u>(1)</u>	\$ 12.575					11/01/2002	10/31/2011	Common Stock	15,000
LSAR (1)	\$ 12.575					<u>(1)</u>	<u>(1)</u>	Common Stock	15,000
Option (Right to Buy) (1)	\$ 15.8					05/01/2003	04/30/2012	Common Stock	10,000
LSAR (1)	\$ 15.8					<u>(1)</u>	(1)	Common Stock	10,000
Option (Right to Buy) (1)	\$ 11.2					04/01/2008	03/31/2013	Common Stock	15,000
LSAR (1)	\$ 11.2					(1)	(1)	Common Stock	15,000
Option (Right to Buy) (1)	\$ 11.41					04/30/2004	04/29/2013	Common Stock	60,000
LSAR (1)	\$ 11.41					(1)	(1)	Common Stock	60,000
Option (Right to Buy) (1)	\$ 14.6					01/02/2005	01/01/2014	Common Stock	6,000
LSAR (1)	\$ 14.6					(1)	(1)	Common Stock	6,000

8. Pri Deriv Secur (Instr

Option (Right to Buy) <u>(1)</u>	\$ 14.53	(2)	02/08/2014	Common Stock	827
LSAR (1)	\$ 14.53	<u>(1)</u>	<u>(1)</u>	Common Stock	827
Option (Right to Buy) (1)	\$ 19.02	05/04/2006	05/03/2015	Common Stock	19,000
LSAR (1)	\$ 19.02	<u>(1)</u>	<u>(1)</u>	Common Stock	19,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Lawrence Larry M KANSAS CITY SOUTHERN PO BOX 219335 KANSAS CITY, MO 64121-9335			Exec. VP & Asst. to Chairman			
Cignotures						

Signatures

Julie D. Powell, Attorney-in-fact	02/05/2008
**Signature of Reporting Person	Date

**Signature of Reporting Person

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).
- Limited Stock Appreciation Rights ("LSARs") are granted in tandem with stock options. LSARs become exercisable only following a (1) 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.
- These options become exercisable in installments: 165 on February 9, 2004, 165 on June 23, 2004, 166 on June 23, 2005 and 331 on June (2) 23, 2006.
- (3) .791 shares have accrued to the reporting person's account under the KCS Employee Stock Ownership Plan.
- (4) 6,821.351 shares have accrued to the reporting person's account under the KCS 401(k) and Profit Sharing Plan.

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.