PLETZ KAREN L

Form 4

February 11, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

Expires:

5 Relationship of Reporting Person(s) to

January 31, 2005

0.5

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Check this box

obligations may continue. See Instruction

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

2 Jasuar Nama and Tiakar or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

PLETZ KAREN L			2. Issuer Name and Ticker or Trading Symbol KANSAS CITY SOUTHERN [KSU]				I	Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Check all applicable)								
KANSAS CITY SOUTHERN, PO BOX 219335			(Month/Day/Year) 02/10/2010				_	X_ Director 10% Owner Officer (give title Other (specify below)			
	(Street)		Filed(Month/Day/Year) Ap			6. Individual or Joint/Group Filing(Check Applicable Line)					
KANSAS	CITY, MO 64121	-9335					_	X_ Form filed by Or Form filed by Mo Person			
(City)	(State)	(Zip)	Tak	ole I - Non-	-Derivative	Secu	rities Acqui	ired, Disposed of,	or Beneficiall	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	Code (Instr. 8)	omr Dispos (Instr. 3,	(A)	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 Indirect Beneficial Ownership (Instr. 4)	
Common Stock	02/10/2010			Code V M	Amount 20,000	(D)	Price \$ 14	43,192	D		
Common Stock	02/10/2010			M	10,000	A	\$ 13.8	53,192	D		
Common Stock	02/10/2010			S	30,000	D	\$ 30.4421 (1)	23,192	D		

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

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(9-02)

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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. Transaction Code (Instr. 8)	5. Number of on 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy) (2)	\$ 14	02/10/2010		M(3)		20,000	03/01/2005	02/28/2014	Common Stock	20,000
LSAR (2)	\$ 14	02/10/2010		J <u>(3)</u>		20,000	(2)	(2)	Common Stock	20,000
Option (Right to Buy) (2)	\$ 13.8	02/10/2010		M(3)		10,000	05/04/2005	05/05/2014	Common Stock	10,000
LSAR (2)	\$ 13.8	02/10/2010		J <u>(3)</u>		10,000	(2)	(2)	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
. 9	Director	10% Owner	Officer	Other		
PLETZ KAREN L KANSAS CITY SOUTHERN PO BOX 219335 KANSAS CITY, MO 64121-9335	X					

Signatures

Brian P. Banks, 02/11/2010 Attorney-in-fact **Signature of Reporting Person

Explanation of Responses:

If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Date

- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$30.40 to \$30.51, inclusive. The reporting person undertakes to provide to Kansas City Southern, any security holder of Kansas City Southern, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each

Reporting Owners 2

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separate price within the range set forth in this footnote.

- 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) Options exercised in rule 16b-3 exempt transaction. LSARs canceled with respect to such shares.

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.