Edgar Filing: Derry John E - Form 4

Derry John B	Ξ										
Form 4	010										
January 19, 2										PROVAL	
FORM	14 UNITE	D STATES		RITIES A shington,			NGE C	COMMISSION	OMB OMB Number:	3235-0287	
Check this box if no longer subject to STATEMENT OF CHANG				GES IN BENEFICIAL OWNERSHIP OF SECURITIES				Expires: Estimated a burden hour response			
Form 5 obligation may cont See Instru 1(b).	ns Section 1	7(a) of the	Public Ut		ling Con	ipany	Act of	e Act of 1934, E 1935 or Section 40	n		
(Print or Type I	Responses)										
Derry John E S			Symbol	2. Issuer Name and Ticker or Trading Symbol KANSAS CITY SOUTHERN [KSU]				5. Relationship of Reporting Person(s) to Issuer			
(Last) KANSAS C BOX 21933	^(First) CITY SOUTHE 5	(Middle) RN, PO	3. Date of (Month/D 01/15/20	-	ansaction			Director X Officer (give below)		Owner er (specify	
			Amendment, Date Original Month/Day/Year)				6. 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	Iore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Executio any	med n Date, if Day/Year)	3. Transactio Code (Instr. 8)	4. Securi m(A) or Di (Instr. 3,	sposed	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	01/15/2010			Code V F	Amount 2,149		Price \$ 32.97	(Instr. 3 and 4) 13,954	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)

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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. Transacti Code (Instr. 8)	5. orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	te	7. Title and J Underlying S (Instr. 3 and	Securities	8. P Der Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (Right to Buy) (1)	\$ 39.53					03/28/2013	03/27/2018	Common Stock	200	
LSAR (1)	\$ 39.53					<u>(1)</u>	<u>(1)</u>	Common Stock	200	

Reporting Owners

Reporting Owner Name / Address	Relationships						
I generation of the	Director	10% Owner	Officer	Other			
Derry John E KANSAS CITY SOUTHERN PO BOX 219335 KANSAS CITY, MO 64121-9335			Sr. VP - Human Resources				

Signatures

Brian P. Banks,	01/19/2010
Attorney-in-fact	01/19/2010

**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).

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.

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.