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HAVERTY Form 4	MICHAEL R											
February 24,	2011											
FORM	14 UNITED S	татес	SECUD	TTIE	2 4 1		UAN	CF (COMMISSION		PPROVAL	
	UNITEDS	IAILS				ND EAC D.C. 205		GEC	.01v11v1155101v	OMB Number:	3235-0287	
Check th if no long subject to Section 1 Form 4 o	6.											
Form 5 obligatio may cont <i>See</i> Instru 1(b).	ns Section 17(a) of the l	Public Ut	ility H	lold		pany	Act of	e Act of 1934, 1935 or Section 0	n		
(Print or Type I	Responses)											
	Address of Reporting P	erson <u>*</u>	Symbol			Ticker or T			5. Relationship of Issuer	Reporting Per	son(s) to	
(Last)	(First) (M	iddle)	3. Date of				ININ L	KSUJ	(Chec	ck all applicable)		
. ,	CITY SOUTHERN	,	(Month/D 02/23/20	ay/Yea					X Director X Officer (give below) Exec		o Owner er (specify	
	(Street)		4. If Amer Filed(Mon			e Original			6. Individual or Jo Applicable Line)	oint/Group Filin	ng(Check	
KANSAS C	CITY, MO 64121-9	9335	x	ý	,				_X_ Form filed by C Form filed by M Person			
(City)	(State) (Zip)	Table	e I - No	n-De	erivative S	ecurit	ies Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Executio any	med 3. 4. Securities Acquired n Date, if Transaction(A) or Disposed of Code (D) Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A) or					of	SecuritiesForm: DirectInBeneficially(D) orBeOwnedIndirect (I)OFollowing(Instr. 4)(InReportedTransaction(s)In			
0				Code	V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	02/10/2011			G	V	10,478	D	\$0	528,087	D		
Common Stock	02/23/2011			А		7,099	А	\$0	535,186	D		
Common Stock	02/10/2011			G	V	9,522	D	\$0	57,457	Ι	Held by spouse	
Common Stock									19,973.704	I	Held by 401(k) and P/S Plan	
Common Stock									29,747.051	Ι	Held by ESOP	

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

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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)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	tion)	5. Nur Deriva Securi Acquin or Dis (D) (Instr. and 5)	ative ities ired spose	e S (A) sed of	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	V	(A))	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Employee Stock Option (Right to Buy) (<u>1)</u>	\$ 13.42								02/06/2002	02/05/2012	Common Stock	13,2
LSAR (1)	\$ 13.42								<u>(1)</u>	(1)	Common Stock	13,2
Employee Stock Option (Right to Buy) <u>(1)</u>	\$ 12.55								01/16/2003	01/15/2013	Common Stock	15,9
LSAR (1)	\$ 12.55								<u>(1)</u>	<u>(1)</u>	Common Stock	15,9
Employee Stock Option (Right to Buy) <u>(1)</u>	\$ 12.55								01/16/2008	01/15/2013	Common Stock	90,0
LSAR (1)	\$ 12.55								<u>(1)</u>	(1)	Common Stock	90,0
Employee Stock Option (Right to Buy) (1)	\$ 14.6								01/02/2005	01/01/2014	Common Stock	90,0
LSAR (1)	\$ 14.6								<u>(1)</u>	(1)		90,0

Employee Stock Option (Right to Buy) (1)	\$ 14.53				02/09/2004	02/08/2014	Common Stock	13,6
LSAR (1)	\$ 14.53				<u>(1)</u>	<u>(1)</u>	Common Stock	13,6
Employee Stock Option (Right to Buy)	\$ 35.41				03/01/2013 <u>(2)</u>	02/29/2020	Common Stock	49,2
Employee Stock Option (Right to Buy)	\$ 52.62	02/23/2011	A	15,700	<u>(3)</u>	02/22/2021	Common Stock	15,7

Reporting Owners

Reporting Owner Name / Address	Relationships								
Topology of the Land, Landson	Director	10% Owner	Officer	Other					
HAVERTY MICHAEL R KANSAS CITY SOUTHERN PO BOX 219335 KANSAS CITY, MO 64121-9335	Х		Executive Chairman						
Signatures									
Brian P. Banks,	02/24/2011								

**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) 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.

Prior to March 1, 2013, this option may become exercisable in 1/3 increments if the daily closing price of Kansas City Southern's common stock on the New York Stock Exchange is greater than or equal to \$38.95, \$42.85, and \$47.14, respectively, for at least 30

- (2) consecutive trading days. The first target was met and 16,400 of these options became exercisable on November 19, 2010. The second target was met and 16,400 of these options became exercisable on December 8, 2010. The third target was met and 16,400 of these options became exercisable on January 7, 2011.
- (3) These options become exercisable in three equal installments beginning on the first anniversary of the date of grant.

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

Attorney-in-fact

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