YOUNG RANDALL D

Form 4 May 04, 2012

FORM 4

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

OMB 3235-0287 Number:

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction

1(b).

(Print or Type Responses)

1. Name and Ad YOUNG RA	-	ing Person *	2. Issuer Name and Ticker or Trading Symbol DST SYSTEMS INC [DST]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(==== an approacte)			
			(Month/Day/Year)	Director 10% Owner			
333 WEST 11TH STREET 5TH FLOOR			05/03/2012	_X_ Officer (give title Other (specify below) below) Vice Pres, Gen Counsel & Sec			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line)			
KANSAS CITY, MO 64105				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tab	le I - Non-I	Derivative	Secur	ities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transactionr Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			Securities C Beneficially F Owned D Following o	Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	05/03/2012		M	18,550	A	\$ 43.825	46,362	D	
Common Stock	05/03/2012		F	1,754 (1)	D	\$ 55.665	44,608	D	
Common Stock	05/03/2012		S	16,796	D	\$ 55.33 (3)	27,812	D	
Common Stock							2,615 (2)	I	ESOP

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

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SEC 1474 (9-02)

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. Number of orDerivative 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
Employee Stock Option	\$ 43.825	05/03/2012		M	18,550	<u>(4)</u>	12/14/2019	Common Stock	18,550

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

YOUNG RANDALL D 333 WEST 11TH STREET 5TH FLOOR KANSAS CITY, MO 64105

Vice Pres, Gen Counsel & Sec

Signatures

Randall D. Young 05/04/2012

**Signature of Date
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).
- This number is an aggregate of the number of shares of Issuer common stock that were withheld from the shares being purchased in order to satisfy the Reporting Person's tax withholding obligation. The withholding of shares ("Allowable Transactions") occurred in accordance with procedures of the Compensation Committee of the Issuer's Board of Directors, which approved the Reporting Person's Allowable Transactions at the time it granted the options to him.
- (2) 2,615 shares are allocated to the reporting person's account in The Employee Stock Ownership Plan of issuer. The acquisition is exempt pursuant to Rule 16b-3(c).
- (3) Price shown is an average of the prices of a vast array of individual sales. The sales prices ranged from \$55.24 to \$55.41.
- (4) 9,300 shares became exercisable on December 14, 2010; and 9,250 shares became exercisable on December 14, 2011.

Reporting Owners 2

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