### Edgar Filing: Avramovich Daniel W - Form 4

Avramovich	Daniel W											
Form 4												
March 03, 20	)08											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								-	OMB APPROVAL			
	<b>CUNIVI 4</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							COMMISSION	OMB Number:	3235-0287		
Check thi if no long										Expires:	January 31,	
subject to	STATEN	MENT O	F CHAN	HANGES IN BENEFICIAL OWN					NERSHIP OF	Estimated a	2009 2009	
	Section 16. SECURITIES								burden hours per response 0.8			
	Form 4 or											
Form 5 obligation	<b>*</b>							•	e Act of 1934,			
may cont	Section 17								1935 or Sectio	n		
<i>See</i> Instru 1(b).	action	30(h)	) of the Inv	vestme	nt (	Company	v Act	of 194	10			
(Print or Type R	Responses)											
Avramovich Daniel W Syr				2. Issuer Name <b>and</b> Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer			
			KANSA	S CIT	Y S	OUTHE	RN [	KSU]	(Chec	k all applicable	e)	
(Last)	(First) (	Middle)	3. Date of Earliest Transaction							,		
				Ionth/Day/Year)					Director 10% Owner			
KANSAS C BOX 21933	ITY SOUTHER 5	N, PO	02/28/20	008					X Officer (give below) Exec. VP	below) Sales & Mark	er (specify eting	
			4. If Ame	4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
			Filed(Mon	th/Day/Y	ear)				Applicable Line)			
KANSAS C	ITY, MO 64121	-9335							_X_ Form filed by 0 Form filed by M Person	One Reporting Pe Iore than One Re		
(City)	(State)	(Zip)	Table	e I - Noi	n-De	erivative S	ecurit	ies Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of	2. Transaction Dat							5. Amount of	6. Ownership			
Security	(Month/Day/Year)		cution Date, if Transaction(A) or Disposed of					Securities	Form: Direct	Indirect Beneficial		
(Instr. 3)		any (Month/	/Day/Year)	Code (Instr.	ode (D) nstr. 8) (Instr. 3, 4 and 5)				Beneficially Owned		Ownership	
		(		(	~)	(			Following	(Instr. 4)	(Instr. 4)	
							(A)		Reported			
							or		Transaction(s) (Instr. 3 and 4)			
C				Code	V	Amount	(D)	Price	(instr. 5 und 1)			
Common Stock	02/28/2008			А		13,022 (3)	А	\$0	61,071	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)

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. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date Uno (Month/Day/Year) (Ins		Underlying S	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) (1)	\$ 26.18					(2)	05/14/2016	Common Stock	20,000	
LSAR (1)	\$ 26.18					<u>(1)</u>	<u>(1)</u>	Common Stock	20,000	
Option (Right to Buy) (1)	\$ 26.18					05/15/2011	05/14/2016	Common Stock	10,000	
LSAR (1)	\$ 26.18					(1)	<u>(1)</u>	Common Stock	10,000	

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## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
1 0	Director	10% Owner	Officer	Other				
Avramovich Daniel W KANSAS CITY SOUTHERN PO BOX 219335 KANSAS CITY, MO 64121-9335			Exec. VP-Sales & Marketing					

# **Signatures**

Brian P. Banks, 03/03/2008 Attorney-in-fact

\*\*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.

(2) These options become exercisable in installments: 6,667 on May 15, 2007, 6,667 on May 15, 2008, and 6,666 on May 15, 2009.

(3)

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These shares represent performance shares that were earned on February 28, 2008 when the KCS Compensation and Organization Committee determined that the 2007 performance goals were met. These performance shares will not vest until January 17, 2010 contingent upon continued employment by the reporting person through that date. With respect to these shares, the reporting person does not have the right to vote, receive, or be entitled to receive, cash or non-cash dividends or any other beneficial rights as a shareholder of the Company.

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.