WADDELL & REED FINANCIAL INC Form 15-12B April 30, 2001

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

## FORM 15

CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER SECTION 12(g) OF THE SECURITIES AND EXCHANGE ACT OF 1934 OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d) OF THE SECURITIES ACT OF 1934.

Commission File Number 001-13913

Waddell & Reed Financial, Inc.

(Exact name of registrant as specified in its charter)

6300 Lamar Avenue, Overland Park, Kansas 66202 (913) 236-2000

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

Class B Common Stock, \$.01 Par Value

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(Title of each class of securities covered by this Form)

Class A Common Stock, \$.01 Par Value

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(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)1(i)	/x/	Rule	12h-3(b)(1)(i)	/	/
Rule 12g-4(a)1(ii)	/ /	Rule	12-h-3(b)(1)(ii)	/	/
Rule 12g-4(a)2(i)	/ /	Rule	12h-3(b)(2)(i)	/	/
Rule 12g-4(a)2(ii)	/ /	Rule	12h-3(b)(2)(ii)	/	/
		Rule	15d-6	/	/

Approximate number of holders of record as of the certification or notice date: None

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Pursuant to the requirements of the Securities Exchange Act of 1934,

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Waddell & Reed Financial, Inc. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: April 30, 2001

By: /s/ Daniel C. Schulte

Name: Daniel C. Schulte Title: Vice President, General Counsel and Secretary