

FORM 4

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

OMB APPROVAL

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hours per response.....0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Check this box if no longer
subject to Section 16. Form 4 or
Form 5 obligations may continue.
See Instruction 1(b).

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

| | | |
|--|---|---|
| 1. Name and Address of Reporting Person* William J. Wochner Kansas City Southern PO Box 219335 Kansas City MO 64121-9335 | 2. Issuer Name and Ticker or Trading Symbol Kansas City Southern [KSU] | 5. Relationship of Reporting Person(s) to Issuer (check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Sr VP & Chief Legal Officer |
| | 3. Date of Earliest Transaction Required to be Reported (Month/Day/Year) 02/28/2008 | |
| | 4. If amendment, Date Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More Than One Reporting Person |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (mm/dd/yy) | 2A. Deemed Execution Date, if any (mm/dd/yy) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, & 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, & 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|------------------------------------|-----------------------------------|---|-----------------------------------|---|---|------------|-------|---|---|--|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 02/28/2008 | | A | | 6,594 (3) | A | \$0 | 111,453 | D | |
| Common Stock | | | | | | | | 17,161.303 | I | Held by ESOP (2) |

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.

Name and Address of Reporting Person
 William J. Wochner
 Kansas City Southern
 PO Box 219335
 Kansas City MO 64121-9335

Issuer Name and Ticker or Trading Symbol
 Kansas City Southern [KSU]

Period Of Report
 02/28/2008

**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 (mm/dd/yy) | 3A. Deemed Execution Date, if any (mm/dd/yy) | 4. Transaction Code (Instr. 8) | | 5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, & 5) | | 6. Date Exercisable and Expiration Date (mm/dd/yy) | | 7. Title and Amount of Underlying Securities (Instr. 3 & 4) | | 8. Price of Derivative Security (Instr. 5) | 9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, & 4) | 10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|----------------------------|--|--|--|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Employee Stock Option (Right to Buy) (1) | \$5.75 | | | | | | | 07/13/2001 | 07/12/2010 | Common Stock | 72,000 | | 72,000 | D | |
| LSAR (1) | \$5.75 | | | | | | | (1) | (1) | Common Stock | 72,000 | | 72,000 | D | |
| Employee Stock Option (Right to Buy) (1) | \$14.34 | | | | | | | 02/27/2001 | 02/26/2011 | Common Stock | 817 | | 817 | D | |
| LSAR (1) | \$14.34 | | | | | | | (1) | (1) | Common Stock | 817 | | 817 | D | |
| Employee Stock Option (Right to Buy) (1) | \$13.42 | | | | | | | 02/06/2002 | 02/05/2012 | Common Stock | 873 | | 873 | D | |
| LSAR (1) | \$13.42 | | | | | | | (1) | (1) | Common Stock | 873 | | 873 | D | |
| Employee Stock Option (Right to Buy) (1) | \$12.55 | | | | | | | 01/16/2003 | 01/15/2013 | Common Stock | 1,148 | | 1,148 | D | |
| LSAR (1) | \$12.55 | | | | | | | (1) | (1) | Common Stock | 1,148 | | 1,148 | D | |
| Employee Stock Option (Right to Buy) (1) | \$12.55 | | | | | | | 01/16/2008 | 01/15/2013 | Common Stock | 15,000 | | 15,000 | D | |
| LSAR (1) | \$12.55 | | | | | | | (1) | (1) | Common Stock | 15,000 | | 15,000 | D | |
| Employee Stock Option (Right to Buy) (1) | \$14.60 | | | | | | | 01/02/2005 | 01/01/2014 | Common Stock | 6,000 | | 6,000 | D | |
| LSAR (1) | \$14.60 | | | | | | | (1) | (1) | Common Stock | 6,000 | | 6,000 | D | |

Name and Address of Reporting Person
 William J. Wochner
 Kansas City Southern
 PO Box 219335
 Kansas City MO 64121-9335

Issuer Name and Ticker or Trading Symbol
 Kansas City Southern [KSU]

Period Of Report
 02/28/2008

**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 (mm/dd/yy) | 3A. Deemed Execution Date, if any (mm/dd/yy) | 4. Transaction Code (Instr. 8) | | 5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, & 5) | | 6. Date Exercisable and Expiration Date (mm/dd/yy) | | 7. Title and Amount of Underlying Securities (Instr. 3 & 4) | | 8. Price of Derivative Security (Instr. 5) | 9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, & 4) | 10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|----------------------------|--|--|--|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Employee Stock Option (Right to Buy) (1) | \$14.53 | | | | | | | 02/09/2004 | 02/08/2014 | Common Stock | 1,102 | | 1,102 | D | |
| LSAR (1) | \$14.53 | | | | | | | (1) | (1) | Common Stock | 1,102 | | 1,102 | D | |
| Employee Stock Option (Right to Buy) (1) | \$34.11 | | | | | | | 02/23/2012 | 02/22/2017 | Common Stock | 22,500 | | 22,500 | D | |
| LSAR (1) | \$34.11 | | | | | | | (1) | (1) | Common Stock | 22,500 | | 22,500 | D | |

Explanation of Responses:

- (1) - Limited Stock Appreciation Rights ("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.
- (2) - 17,161.303 shares have accrued to the reporting person's account under the KCS Employee Stock Ownership Plan.
- (3) - 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.

By: Brian P. Banks, Attorney-in-fact
 **Signature of Reporting Person

3/3/2008
 Date

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

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