

FORM 4

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

OMB APPROVAL

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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) 11/11/2010 | |
| | 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 | 11/11/2010 | | M | | 817 | A | \$14.34 | 112,526 (1) | D | |
| Common Stock | 11/11/2010 | | S | | 405 | D | \$45.71 | 112,121 | D | |
| Common Stock | 11/11/2010 | | S | | 100 | D | \$45.711 | 112,021 | D | |
| Common Stock | 11/11/2010 | | S | | 100 | D | \$45.7124 | 111,921 | D | |
| Common Stock | 11/11/2010 | | S | | 100 | D | \$45.7138 | 111,821 | D | |
| Common Stock | 11/11/2010 | | S | | 100 | D | \$45.7139 | 111,721 | D | |
| Common Stock | 11/11/2010 | | S | | 12 | D | \$45.73 | 111,709 | D | |
| Common Stock | | | | | | | | 17,175.956 (2) | I | Held by ESOP |

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.

Form 4 (cont.)
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
11/11/2010

**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) (3) | \$14.34 | 11/11/2010 | | M (4) | | | 817 | 02/27/2001 | 02/26/2011 | Common Stock | 817 | \$0 | 0 | D | |
| LSAR (3) | \$14.34 | 11/11/2010 | | J (4) | | | 817 | (3) | (3) | Common Stock | 817 | \$0 | 0 | D | |
| Employee Stock Option (Right to Buy) (3) | \$13.42 | | | | | | | 02/06/2002 | 02/05/2012 | Common Stock | 873 | | 873 | D | |
| LSAR (3) | \$13.42 | | | | | | | (3) | (3) | Common Stock | 873 | | 873 | D | |
| Employee Stock Option (Right to Buy) (3) | \$12.55 | | | | | | | 01/16/2003 | 01/15/2013 | Common Stock | 1,148 | | 1,148 | D | |
| LSAR (3) | \$12.55 | | | | | | | (3) | (3) | Common Stock | 1,148 | | 1,148 | D | |
| Employee Stock Option (Right to Buy) (3) | \$14.60 | | | | | | | 01/02/2005 | 01/01/2014 | Common Stock | 6,000 | | 6,000 | D | |
| LSAR (3) | \$14.60 | | | | | | | (3) | (3) | Common Stock | 6,000 | | 6,000 | D | |
| Employee Stock Option (Right to Buy) (3) | \$14.53 | | | | | | | 02/09/2004 | 02/08/2014 | Common Stock | 1,102 | | 1,102 | D | |

Form 4 (cont.)
 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
 11/11/2010

**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 | | | | |
| LSAR (3) | \$14.53 | | | | | | | (3) | (3) | Common Stock | 1,102 | | 1,102 | D | |
| Employee Stock Option (Right to Buy) (3) | \$34.11 | | | | | | | 02/23/2012 | 02/22/2017 | Common Stock | 22,500 | | 22,500 | D | |
| LSAR (3) | \$34.11 | | | | | | | (3) | (3) | Common Stock | 22,500 | | 22,500 | D | |
| Employee Stock Option (Right to Buy) | \$35.41 | | | | | | | 03/01/2013 (5) | 02/29/2020 | Common Stock | 6,800 | | 6,800 | D | |

Explanation of Responses:

- (1) - Includes 246 shares acquired on June 30, 2010 through the KCS Employee Stock Purchase Plan.
- (2) - Includes 3.057 shares acquired under the KCS Employee Stock Ownership Plan since the date of the reporting person's last ownership report.
- (3) - 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.
- (4) - Options exercised in rule 16b-3 exempt transaction. LSARs canceled with respect to such shares.
- (5) - 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 consecutive trading days.

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

11/15/2010
 Date