

KANSAS CITY LIFE INSURANCE CO
 Form 5
 February 20, 2013

FORM 5

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

OMB APPROVAL

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 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 *
BIXBY ROBERT PHILIP

2. Issuer Name and Ticker or Trading Symbol
KANSAS CITY LIFE INSURANCE CO [KCLI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2012

Director 10% Owner
 Officer (give title below) Other (specify below)
 CEO and Chairman of the Board

C/O KANSAS CITY LIFE INSURANCE CO, 3520 BROADWAY

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

KANSAS CITY, MO 64111

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
Common Stock, \$1.25 par value	12/31/2011	^	J ⁽¹⁾⁽²⁾	1,150,556 ⁽³⁾ ₍₄₎ D \$ 0	957,772 ⁽³⁾ ₍₄₎ ₍₅₎ I	I	See ⁽³⁾ ₍₄₎ ₍₅₎

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

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SEC 2270 (9-02)

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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. Transaction Code (Instr. 8)	5. Number of Derivative 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)	8. Price of Derivative Security (Instr. 5)	9. Price of Underlying Security (Instr. 5)
						Date Exercisable (A) (D)	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BIXBY ROBERT PHILIP C/O KANSAS CITY LIFE INSURANCE CO 3520 BROADWAY KANSAS CITY, MO 64111	X	X	X	CEO and Chairman of the Board

Signatures

/s/ A. Craig Mason, Jr., Attorney in Fact for Robert Philip Bixby
02/20/2013

__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).

On December 31, 2011, all of the interests of WEB Interests, Ltd., a Texas partnership (the "Partnership") held by the Walter E. Bixby, Jr. Revocable Trust dated July 28, 1999 ("WEB Jr. Trust"), for which Mr. Bixby serves as a co-trustee, were distributed to various new and existing parties holding interests in the Partnership. The effect of these transfers was to adjust the shares of the Issuer's common stock,

- (1) \$1.25 par value ("Common Stock"), owned by the Partnership and attributable to Mr. Bixby such that (a) the Common Stock owned by the Partnership and attributable to the general and Class A and C limited partner interests of the Partnership held by the WEB Jr. Trust declined by 1,725,834 shares; (b) the Common Stock owned by the Partnership and attributable to the general partner interest of the Partnership held by Mr. Bixby individually increased by 4,592 shares, and
- (c) the Common Stock owned by the Partnership and attributable to the Class B limited partner interests of the Partnership held by the Robert Philip Bixby Revocable Trust, for which Mr. Bixby serves as the sole trustee, and Robert Philip Bixby 2012 GST Trust, for which
- (2) Mr. Bixby serves as co-trustee (collectively, the "RPB Trusts"), for which Mr. Bixby serves as the sole trustee, increased by an aggregate 606,095 shares. Mr. Bixby disclaims beneficial ownership of the shares of Common Stock owned by the Partnership except to the extent of his pecuniary interest therein.
- (3) Mr. Bixby is a general partner of the Partnership and, in that capacity, shares with the other general partners of the Partnership the power to dispose of all of the 2,358,340 shares of Common Stock owned by the Partnership. The shares reported include 786,113 shares of Common Stock owned by the Partnership, which consist of: (a) 4,770 shares attributable to the general partner interest of the Partnership held by Mr. Bixby individually, and (b) 781,343 shares attributable to the limited partner interests of the Partnership held by the RPB

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Trusts, for which Mr. Bixby serves as trustee. Mr. Bixby disclaims beneficial ownership of the shares of Common Stock owned by the Partnership except to the extent of his pecuniary interest therein.

- The shares reported also include 171,659 shares of the 395,785 shares of Common Stock owned by the Walter E. Bixby Descendents Trust, for which Mr. Bixby serves as a co-trustee. These 171,659 shares are held by that trust for the benefit of Mr. Bixby's children sharing the same household. Mr. Bixby disclaims beneficial ownership of the remaining 224,126 shares held by that trust as he has no pecuniary interest in them.
- (4) The shares reported do not include any shares of Common Stock owned in any of the Issuer's benefit plans.
- (5) The shares reported do not include any shares of Common Stock owned in any of the Issuer's benefit plans.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.