

Hooley Stephen C  
 Form 4  
 February 25, 2013

**FORM 4**

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

OMB APPROVAL

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

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Hooley Stephen C

(Last) (First) (Middle)  
 333 WEST 11TH STREET  
 (Street)

KANSAS CITY, MO 64105

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 DST SYSTEMS INC [DST]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 02/21/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 \_\_\_\_ Officer (give title below) \_\_\_\_\_ Other (specify below)  
 CEO & President

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 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 (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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount (A) or (D) Price   |  |                                   |
| Common Stock                    | 02/21/2013                           |  | A                              |   | 14,330 (1) A \$ 0 39,918  | D  |                                   |
| Common Stock                    | 02/21/2013                           |  | A                              |   | 15,200 (2) A \$ 0 55,118  | D  |                                   |
| Common Stock                    | 02/21/2013                           |  | A                              |   | 9,260 (3) A \$ 0 64,378   | D  |                                   |
| Common Stock                    | 02/21/2013                           |  | A                              |   | 578 (4) A \$ 0 64,956   | D  |                                   |

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

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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. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships |           |                 |       |
|---|---------------|-----------|-----------------|-------|
|   | Director      | 10% Owner | Officer         | Other |
| Hooley Stephen C<br>333 WEST 11TH STREET<br>KANSAS CITY, MO 64105 |               |           | CEO & President |       |

## Signatures

Randall D. Young for Stephen C. Hooley by power of attorney 02/25/2013

\_\_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).
- This is the number of time-based RSUs granted by the Compensation Committee of the Issuers Board of Directors. The RSUs will vest in increments of 20%, 30% and 50%, respectively, on the second Friday in March of each of 2014, 2015 and 2016, subject to forfeiture for termination of employment and to accelerated vesting for certain special events as provided in the award agreement.
- (1) This transaction is in connection with the certification by the Compensation Committee of the Issuers Board of Directors of the achievement of goals for performance based restricted stock units (RSUs) granted on February 24, 2011 by the Committee. The number shown is the number of shares that will issue as of the March 8, 2013 vesting date of the RSUs.
- (2) This transaction is in connection with the certification by the Compensation Committee of the Issuers Board of Directors of the achievement of goals for performance based restricted stock units (RSUs) granted on December 1, 2011 by the Committee. The number shown is the number of shares that will issue as of the March 8, 2013 vesting date of the RSUs.
- (3) This transaction is in connection with the certification by the Compensation Committee of the Issuers Board of Directors of the achievement of goals for performance based restricted stock units (RSUs) granted on December 1, 2011 by the Committee. The number shown is the number of shares that will issue as of the March 8, 2013 vesting date of the RSUs.

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- This transaction is in connection with the certification by the Compensation Committee of the Issuers Board of Directors of the achievement of goals for performance based restricted stock units received automatically as dividend equivalents (DE RSUs) pursuant to
- (4) the terms and conditions of award agreements that govern the Performance RSUs reported as acquisitions on and described in other notes to this Form. The grant dates of such Performance RSUs are provided in such other notes. The number shown is the aggregate number of shares that will issue as of the March 8, 2013 vesting date of the DE RSUs.

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.