

BIXBY WALTER E
 Form 4
 November 25, 2008

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 *
BIXBY WALTER E

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. Date of Earliest Transaction (Month/Day/Year)
 11/14/2008

Director 10% Owner
 Officer (give title below) Other (specify below)

C/O KANSAS CITY LIFE INSURANCE CO, 3520 BROADWAY

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

KANSAS CITY, MO 64111

(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 Following Reported Transaction(s) (Instr. 3 and 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 \$1.25 par value | 11/14/2008 | | P(1)(2) | 250 A \$ 39.96 | 2,067,566 | I | See footnotes (3) (4) (5) (6) (7) (8) |
| Common Stock \$1.25 par value | 11/14/2008 | | P(1)(2) | 250 A \$ 39.96 | 2,067,816 | I | See Footnotes (3) (4) (5) (6) (7) (8) |
| Common Stock | 11/14/2008 | | P(1)(2) | 250 A \$ 39.96 | 2,068,066 | I | See Footnotes |

| | | | | | | | | | |
|-------------------------------|------------|--|---------------------|-----|---|----------|-----------|---|---------------------------------------|
| \$1.25 par value | | | | | | | | | (3) (4) (5) (6) (7) (8) |
| Common Stock \$1.25 par value | 11/17/2008 | | P ⁽¹⁾⁽²⁾ | 500 | A | \$ 38.15 | 2,068,566 | I | See Footnotes (3) (4) (5) (6) (7) (8) |
| Common Stock \$1.25 par value | 11/17/2008 | | P ⁽¹⁾⁽²⁾ | 500 | A | \$ 38.15 | 2,069,066 | I | See Footnotes (3) (4) (5) (6) (7) (8) |
| Common Stock \$1.25 par value | 11/17/2008 | | P ⁽¹⁾⁽²⁾ | 500 | A | \$ 38.15 | 2,069,566 | I | See Footnotes (3) (4) (5) (6) (7) (8) |

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

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.

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(9-02)

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 Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BIXBY WALTER E C/O KANSAS CITY LIFE INSURANCE CO 3520 BROADWAY KANSAS CITY, MO 64111 | X | X | | |

Signatures

Walter E Bixby, signed by Wm. A. Schalekamp as Power of Attorney

11/25/2008

__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).
- (1) On 11/14/2008 and 11/17/2008, a total of 2,250 shares of common stock, \$1.25 par value, were purchased for Walter E. Bixby Descendants Trust (see footnote 2.)
2,250 shares total were purchased for Walter E. Bixby as Trustee for the following trusts and in the stated amounts: Walter E. Bixby Descendants Trust FBO Walter E. Bixby IV, R. Philip Bixby, Trustee, et al. - 750 shares; Walter E. Bixby Descendants Trust FBO Kai M. Bixby, R. Philip Bixby, Trustee, et al. - 750 shares; and Walter E. Bixby Descendants Trust FBO Adam J. Bixby, R. Philip Bixby, Trustee, et al. - 750 shares;
- (3) As a co-trustee of the Walter E. Bixby Descendants Trust with Angeline I. O'Connor and Robert Philip Bixby, Mr. Bixby shares the power to dispose of 395,785 shares of Common Stock;
- (4) These shares do not include beneficial ownership in any of Kansas City Life Insurance Company's benefit plans;
As reported on a Schedule 13D filed by the Bixby family group with the Securities and Exchange Commission on November 2, 2004, the
- (5) sole voting power for all the shares described herein is held by Mr. Lee M. Vogel pursuant to a Voting Agreement dated October 31, 2004;
As a general partner of the Partnership, Mr. Bixby shares with the WEB Jr. Trust (a general partner of the Partnership) and the other trustees of the WEB Jr. Trust (each of whom is also a general partner of the Partnership) the power to dispose of all of the 2,358,340 shares of Common Stock owned by the Partnership. Mr. Bixby disclaims beneficial ownership in all but 2,067,316 shares owned by the
- (6) Partnership as he has a pecuniary interest in only 2,067,316 shares owned by the Partnership. These shares include: (a) 1,921,804 shares for which Mr. Bixby as a limited partner and a general partner of the Partnership, in his capacity as a co-trustee of the WEB Jr. Trust, has an indirect pecuniary interest, (b) 193 shares for which Mr. Bixby as an individual general partner of the Partnership has an indirect pecuniary interest, and
- (7) (c) 145,320 shares for which Mr. Bixby as a limited partner, in his capacity as the sole trustee of each of the WEB III Trusts, has an indirect pecuniary interest;
- (8) As custodian for each of Walter E. Bixby, IV, Adam J. Bixby, and Kai M. Bixby under the Missouri Transfer to Minors law, Mr. Bixby has the sole power to dispose of 23,507 shares, but disclaims any pecuniary interest in these shares.

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.