

KANSAS CITY SOUTHERN  
Form FWP  
December 16, 2008  
Issuer Free Writing Prospectus  
Issued December 15, 2008

Term Sheet to  
Prospectus Supplement  
Registration Statement No. 333-155601  
Dated December 15, 2008  
Rule 433

**The Kansas City Southern Railway Company  
\$190,000,000 13% SENIOR NOTES DUE 2013**

The following information supplements the Preliminary Prospectus Supplement of The Kansas City Southern Railway Company ( KCSR ), dated December 15, 2008, filed as part of Registration Statement Number 333-155601 in relation to the 13% Senior Notes due 2013.

<b>Title of Securities:</b>	13% Senior Notes due 2013 (the Notes )
<b>Aggregate Principal Amount Offered:</b>	\$190,000,000
<b>Maturity:</b>	December 15, 2013
<b>Price to Public:</b>	88.405% per Note and accrued interest, if any
<b>Net Proceeds to KCSR after Expenses:</b>	\$164,169,500
<b>Underwriting Discount:</b>	2%
<b>Interest Rate:</b>	13%
<b>Yield:</b>	16.5%
<b>Interest Payment Dates:</b>	June 15 and December 15 of each year, beginning on June 15, 2009
<b>Record Dates:</b>	June 1 and December 1
<b>Optional Redemption:</b>	KCSR may redeem some or all of the Notes prior to December 15, 2011 by paying either 101% of the principal amount of the Notes or a make whole premium, whichever is greater, plus, in each case, accrued and unpaid interest, if any, as set forth in the prospectus supplement.

KCSR may redeem the Notes, in whole or in part, at any time on or after December 15, 2011. The redemption price for the Notes (expressed as a percentage of principal amount) will be as follows, plus accrued and unpaid interest to the redemption date, if redeemed during the 12-month period commencing on December 15 of any year set forth below:

<b>Year</b>	<b>Redemption Price</b>
2011	113.0%
2012	106.5%

In addition, at any time prior to December 15, 2010, KCSR may, on one or more occasions, redeem up to 35% of the aggregate principal amount of the Notes with net cash proceeds from specified equity offerings at the redemption price of 113% of the principal amount thereof, plus accrued and unpaid interest, if any.

**Tax Treatment:**

The Notes will be issued with original issue discount ( **OID** ) for U.S. federal income tax purposes and U.S. Holders will be required to accrue **OID** into gross income on a constant yield basis in advance of the receipt of some or all of the cash attributable to such **OID**, regardless of their regular method of tax accounting.

**Trade Date:**

December 15, 2008

**Settlement Date:**

December 18, 2008

**CUSIP:**

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<b>Underwriter</b>	<b>Principal Amount</b>
Morgan Stanley & Co. Incorporated	\$ 87,400,000
Banc of America Securities LLC	\$ 57,000,000
Scotia Capital (USA) Inc.	\$ 30,400,000
BMO Capital Markets	\$ 7,600,000
SunTrust Robinson Humphrey, Inc.	\$ 7,600,000