

KANSAS CITY LIFE INSURANCE CO

Form 4

February 21, 2014

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5Check 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 ROBERT PHILIP

(Last) (First) (Middle)

**C/O KANSAS CITY LIFE
INSURANCE CO, 3520
BROADWAY**

(Street)

KANSAS CITY, MO 64111

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol**KANSAS CITY LIFE INSURANCE
CO [KCLI]**3. Date of Earliest Transaction
(Month/Day/Year)
01/27/20144. 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 and Chairman of the Board6. 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)
Common Stock, \$1.25 par value				(A) or (D)	456,324	D	
Common Stock, \$1.25 par value				(A) or (D)	843,409	I	See (1) (2)
Common Stock,				(A) or (D)	839	I	Employee Stock Plan

\$1.25 par
value

Common
Stock,
\$1.25 par
value

33,616

I

By 401(k)
Plan

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.

SEC 1474
(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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Option	\$ 31.7							01/01/2015	01/01/2015	Common Stock	88,213
Phantom Stock Option	\$ 37.86							01/01/2016	01/01/2016	Common Stock	79,911
Phantom Stock Option	\$ 48.06	01/27/2014		A		67,989		01/01/2017	01/01/2017	Common Stock	67,989

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		CEO and Chairman of the Board	

Signatures

/s/A. Craig Mason, Attorney in Fact for R. Philip
Bixby

02/20/2014

__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) Mr. Bixby is a general partner of WEB Interests, Ltd., a Texas partnership (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 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.

(2) The shares reported also include 187,154 shares of the 411,280 shares of Common Stock owned by the Walter E. Bixby Descendants Trust, for which Mr. Bixby serves as a co-trustee. These 187,154 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.

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.