

KANSAS CITY LIFE INSURANCE CO

Form 5/A

June 03, 2005

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**Check this box if
no longer subject
to Section 16.Form 4 or Form
5 obligations
may continue.See Instruction
1(b).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

OMB APPROVAL

OMB
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
BIXBY ROBERT PHILIP

(Last) (First) (Middle)

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. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/20044. If Amendment, Date Original
Filed(Month/Day/Year)
02/11/20055. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☒ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Pres., CEO & V Chair of Board

6. Individual or Joint/Group Reporting

(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 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 Beneficial Ownership (Instr. 4)
Common Stock, \$1.25 par value	12/31/2004	Â	<u>J(1)(2)</u>	4,654 A	\$ <u>(1)</u> <u>(2)</u> 2,531,089	I	See Footnotes (3) (4) (5) (6) (7)
Common Stock, \$1.25 par value	12/31/2004	Â	<u>J(1)(2)</u>	13,942 D	\$ <u>(1)</u> <u>(2)</u> 2,531,089	I	See Footnotes (3) (4) (5) (6) (7)
	10/20/2004	Â	<u>J(8)</u>	7,732 D	\$ <u>(8)</u> 2,531,089	I	

Common Stock, \$1.25 par value									See Footnotes (3) (4) (5) (6) (7)
Common Stock, \$1.25 par value	12/31/2004	Â	J(7)	0	A	\$ (7)	338,434	D (7)	Â

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

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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. of D S B O E I F (I
					(A) (D)	Date Exercisable	Expiration Date	Title Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BIXBY ROBERT PHILIP 3520 BROADWAY KANSAS CITY, MO 64111	Â X	Â X	Â Pres., CEO & V Chair of Board	Â

Signatures

Robert Philip Bixby, signed by William A. Schalekamp as power of attorney

06/03/2005

__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).

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- (1) 1) Effective on December 31, 2004 pursuant to the mandatory provisions of the agreement of WEB Interests, Ltd., a Texas partnership (the "Partnership"), (a) an indirect pecuniary interest in 13,800 shares of common stock, \$1.25 par value of Kansas City Life Insurance Company ("Common Stock"), owned by the Partnership were transferred from Mr. Bixby in his capacity as a co-trustee of the Walter E. Bixby, Jr. Revocable Trust dated July 28, 1999, as amended ("WEB Trust"), a Class C limited partner of the Partnership, to the Class B limited partners; (b) an indirect pecuniary interest in 1 share of Common Stock owned by the Partnership was transferred from Mr. Bixby, as a general partner in his individual capacity, to certain other partners,
- (2) 1) (c) an indirect pecuniary interest in 4,646 shares were transferred to Mr. Bixby in his capacity as the sole trustee of each of the GST Robert Philip Bixby Trust and the Issue Trust for Robert Philip Bixby (collectively, the "RPB Trusts"), each as a Class B limited partner, from certain other partners, (d) an indirect pecuniary interest in 141 shares of Common Stock owned by the Partnership were transferred from Mr. Bixby in his capacity as a co-trustee of the WEB Trust, a general partner, to certain other partners, and (e) an indirect pecuniary interest in 8 shares of Common Stock, owned by the Partnership were transferred to Mr. Bixby in his capacity as co-trustee of the WEB Trust from the general partners to the Class A limited partners;
- (3) 2) As a general partner of the Partnership, Mr. Bixby shares with the WEB Trust (a general partner of the Partnership) and the other trustees of the WEB 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. These shares include: (a) 2,035,207 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 Trust, has an indirect pecuniary interest, (b) 204 shares for which Mr. Bixby as an individual general partner of the Partnership has an indirect pecuniary interest, and (c) 107,507 shares for which Mr. Bixby as a limited partner, in his capacity as the sole trustee of each of the RPB Trusts, has an indirect pecuniary interest;
- (4) 3) As custodian for Blake Bixby and Chris Oxler under the Missouri Transfer to Minors law ("Descendants Trust"), Mr. Bixby has the sole power to dispose of 12,196 shares, but disclaims any pecuniary interest;
- (5) 4) As a co-trustee of the Walter E. Bixby Descendants Trust with Angeline I. Bixby and Walter E. Bixby, Mr. Bixby shares the power to dispose of 375,975 shares of Common Stock;
- (6) 5) These shares do not include beneficial ownership in any of Kansas City Life Insurance Company's benefit plans;
- (7) 6) As reported on a Schedule 13D filed by the Bixby family group with the Securities and Exchange Commission on November 2, 2004, the 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;
- (8) 7) Distribution pursuant to custodial trust for James P. Bixby.

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.