

SCS TRANSPORTATION INC

Form 4

May 09, 2005

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 *
BELLINGHAUSEN JAMES J

2. Issuer Name **and** Ticker or Trading
Symbol
SCS TRANSPORTATION INC
[SCST]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
4435 MAIN STREET, SUITE 930
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/06/2005

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
VP of Finance and CFO

KANSAS CITY, MO 64111

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

(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)
Common Stock				(A) or (D)	8,500	D	

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

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information contained in this form are not
required to respond unless the form
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SEC 1474
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

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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 Underlying Securities (Instr. 3 and 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount Number Shares
Phantom Stock	\$ 0 ⁽¹⁾	05/06/2005		I	1,513.859	<u>(2)(3)</u> <u>(4)(5)</u>	Common Stock 1,513
Stock Options (Right to buy)	\$ 4.209					07/20/2002 07/20/2010	Common Stock 27,
Stock Options (Right to buy)	\$ 23					02/03/2008 02/02/2012	Common Stock 2,4

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BELLINGHAUSEN JAMES J 4435 MAIN STREET, SUITE 930 KANSAS CITY, MO 64111	VP of Finance and CFO

Signatures

James J
Bellinghausen 05/09/2005
 **Signature of Date
 Reporting Person

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) Conversion rate of this derivative security on May 6, 2005 is 0.8013 resulting in 3,064 shares of common stock (underlying security in column 7).
- (4) The shares of phantom stock become payable, in cash, upon reporting person's termination of service as an employee.
- (5) Immediate
- (2) The shares of phantom stock become payable, in cash, upon reporting person's termination of service as an employee.
- (3) Immediate

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.