SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject t	0
Section 16. Form 4 or Form 5	
obligations may continue. See	
Instruction 1(b).	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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1. Name and Address	1 0		2. Issuer Name and Ticker or Trading Symbol <u>CASS INFORMATION SYSTEMS INC</u> [CASS]		tionship of Reporting Pe all applicable) Director	10% Owner	
(Last) 13001 HOLLEN	(First) IBERG DRIVE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/03/2012		Officer (give title below)	Other (specify below)	
(Street) BRIDGETON	,		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X			
(City)	(State)	(Zip)	erivative Securities Acquired, Disposed of, or Benef		Person	an One Reporting	

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)	Code (Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 8) 			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	01/03/2012		М		4,438	Α	\$13.41	116,947	D	
Common Stock	01/03/2012		F		1,626	D	\$36.61	115,321	D	
Common Stock								80,054	Ι	Shares held by spouse

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

	(e.g., puts, cans, 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. Transa Code (8)		n of Expira		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$13.41	01/03/2012		М			4,438	01/02/2012 ⁽¹⁾	01/02/2012	Common Stock	4,438	\$13.41	0	D	
Employee Stock Option (right to buy)	\$18.79							01/02/2013 ⁽¹⁾	01/02/2013	Common Stock	15,091		15,091	D	
Stock Appreciation Rights	\$25.83							01/22/2009 ⁽²⁾	01/22/2018	Common Stock	32,945		32,945	D	

Explanation of Responses:

1. Exercisable date may be accelerated based on attainment of certain financial performance criteria.

2. Over a three-year vesting period, SARs become exercisable in one-third increments on the anniversary date of the grant.

Remarks:

Amounts restated to reflect 10% stock dividend paid by the company in Dec. 2011.

/s/ Lawrence A. Collett

01/04/2012

Date

** Signature of Reporting Person

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.