

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>LANGFITT GARY B</u>  (Last) (First) (Middle) 13001 HOLLENBERG DRIVE  (Street) BRIDGETON MO 63044  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CASS INFORMATION SYSTEMS INC [ CASS ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below)  X COO Utilities
	3. Date of Earliest Transaction (Month/Day/Year) 12/31/2008	
		6. Individual or Joint/Group Filing (Check Applicable Line) X 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock <sup>(1)</sup>								4,223	D	
Common Stock	12/31/2008		M		508	A	\$14.509	8,056	D	
Common Stock	12/31/2008		F		243	D	\$30.3	7,813	D	

**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 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
Employee Stock Option (right to buy)	\$14.509	12/31/2008		M			508	01/03/2011 <sup>(2)</sup>	01/03/2011	Common Stock	508	\$0.00	340	D	
Employee Stock Option (right to buy)	\$14.445							01/02/2012 <sup>(2)</sup>	01/02/2012	Common Stock	834		834	D	
Employee Stock Option (right to buy)	\$20.666							01/02/2013 <sup>(2)</sup>	01/02/2013	Common Stock	1,133		1,133	D	
Stock Appreciation Rights	\$28.41							01/22/2009 <sup>(3)</sup>	01/22/2018	Common Stock	7,642		7,642	D	

**Explanation of Responses:**

1. Restricted stock bonus award; over a three-year vesting period, restrictions expire in one-third increments on the anniversary date of the award.
2. Exercisable date may be accelerated based on Company performance.
3. Over a three-year vesting period, SARs become exercisable in one-third increments on the anniversary date of the grant.

/s/ Gary B. Langfitt

01/05/2009

\*\* Signature of Reporting Person

Date

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.**