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

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (date of earliest event reported): April 21, 2014

CASS INFORMATION SYSTEMS, INC.

(Exact name of registrant as specified in its charter)

Missouri
(State or other jurisdiction of
incorporation or organization)

000-20827
(Commission
File Number)

43-1265338
(I.R.S. Employer
Identification No.)

12444 Powerscourt Drive, Suite 550
St. Louis, Missouri
(Address of principal executive offices)

63131
(Zip Code)

(314) 506-5500
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act.
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act.
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act.
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act.
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Item 5.07. Submission of Matters to a Vote of Security Holders.

On April 21, 2014, Cass Information Systems, Inc. (the “Company”) held its 2014 Annual Meeting of Shareholders (the “Annual Meeting”). The following is a summary of the matters voted on at the Annual Meeting:

(a) Election of two directors to serve three-year terms ending in 2017, as follows:

<u>Nominee</u>	<u>Votes For</u>	<u>Votes Withheld</u>	<u>Broker Non-Votes</u>
Eric H. Brunngraber	7,976,808	72,854	2,777,955
Benjamin F. Edwards, IV	7,973,452	76,210	2,777,955

All director nominees were elected.

(b) Non-binding advisory vote on executive compensation:

<u>Votes For</u>	<u>Votes Against</u>	<u>Abstentions</u>	<u>Broker Non-Votes</u>
7,616,393	211,759	221,509	2,777,955

On an advisory basis, the Company’s shareholders approved the compensation paid to the Company’s named executive officers as disclosed in the Company’s 2014 proxy statement.

(c) Ratification of the selection of KPMG LLP as the Company’s independent registered public accounting firm for 2014:

<u>Votes For</u>	<u>Votes Against</u>	<u>Abstentions</u>
10,781,626	15,570	30,420

The selection of KPMG LLP to serve as the Company’s independent registered public accounting firm for 2014 was ratified.

Item 8.01. Other Matters.

On April 23, 2014, the Company issued a press release announcing that the Company’s board of directors declared a second quarter cash dividend of \$0.20 per share, payable June 16, 2014 to shareholders of record on June 5, 2014. A copy of the press release is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press release of Cass Information Systems, Inc. dated April 23, 2014.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: April 23, 2014

CASS INFORMATION SYSTEMS, INC.

By: /s/ Eric H. Brunngraber

Name: Eric H. Brunngraber

Title: President and Chief Executive Officer

By: /s/ P. Stephen Appelbaum

Name: P. Stephen Appelbaum

Title: Executive Vice President and Chief Financial Officer



Contact: Contact Kenn Entringer at Casey Communications, Inc., (314) 721-2828
kentringer@caseycomm.com

April 23, 2014

**Cass Information Systems, Inc. Extends 80-Year Tradition of Paying
Regular Cash Dividends by Declaring \$0.20 per Share Quarterly Pay Out**

ST. LOUIS – **Cass Information Systems, Inc. (NASDAQ: CASS)**, the nation’s leading provider of transportation, energy, telecom and environmental invoice payment and information services, is maintaining its 80-year tradition of paying regularly scheduled cash dividends.

On April 21, 2014, the company’s board of directors declared a second quarter dividend of \$.20 per share payable June 16, 2014 to shareholders of record June 5, 2014. Cass has continuously paid regularly scheduled cash dividends since 1934.

“The action reflects our solid capital base and the board’s optimism about the company’s long-term prospects,” said **Eric H. Brunngraber**, Cass president and chief executive officer.

About Cass Information Systems

Cass Information Systems, Inc. is the leading provider of transportation, energy, telecom and environmental invoice payment and information services. The company, which has been involved in the payables services and information support business since 1956, disburses over \$35 billion annually on behalf of customers from locations in St. Louis, Mo., Columbus, Ohio, Boston, Mass., Greenville, S.C., Wellington, Kansas and Jacksonville, Fla. The support of **Cass Commercial Bank**, founded in 1906, makes Cass Information Systems unique in the industry. Cass is part of the **Russell 2000® Index**.

Note to Investors

Certain matters set forth in this news release may contain forward-looking statements that are provided to assist in the understanding of anticipated future financial performance. However, such performance involves risks and uncertainties that may cause actual results to differ materially from those in such statements. For a discussion of certain factors that may cause such forward-looking statements to differ materially from the company's actual results, see the company's reports filed from time to time with the Securities and Exchange Commission including the company's annual report on Form 10-K for the year ended December 31, 2013.

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