

PICKERING JOHN F
Form 4
January 05, 2012

FORM 4

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).

**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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
PICKERING JOHN F

2. Issuer Name **and** Ticker or Trading
Symbol

CASS INFORMATION SYSTEMS
INC [CASS]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

13001 HOLLENBERG DRIVE

(Street)

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

01/03/2012

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

COO Transportation

BRIDGETON, MO 63044

4. If Amendment, Date Original
Filed(Month/Day/Year)

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 Ownership (Instr. 4)
Common Stock	01/03/2012		M	821 A	\$ 13.13 22,901 ⁽¹⁾	D	
Common Stock	01/03/2012		F	294 D	\$ 36.61 22,607 ⁽¹⁾	D	
Common Stock					18,334	I	Held in spousal trust

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

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form**

SEC 1474
(9-02)

displays a currently valid OMB control number.

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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 13.13	01/03/2012		M	821	01/02/2012 ⁽²⁾ 01/02/2012	Common Stock 821
Employee Stock Option (right to buy)	\$ 18.79					01/02/2013 ⁽²⁾ 01/02/2013	Common Stock 1,09
Stock Appreciation Rights	\$ 25.83					01/22/2009 ⁽³⁾ 01/22/2018	Common Stock 9,16
Stock Appreciation Rights	\$ 23.43					01/20/2010 ⁽³⁾ 01/22/2019	Common Stock 12,0
Stock Appreciation Rights	\$ 27.42					01/27/2011 ⁽³⁾ 01/26/2020	Common Stock 2,26
Stock Appreciation Rights	\$ 32.95					01/26/2012 ⁽³⁾ 01/25/2021	Common Stock 6,69

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PICKERING JOHN F 13001 HOLLENBERG DRIVE BRIDGETON, MO 63044			COO Transportation	

Signatures

/s/ John F.
Pickering

01/04/2012

__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).
- (1) Includes restricted stock bonus shares, subject to vesting and forfeiture.
- (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.

Remarks:

Security prices and values adjusted for 10% stock dividend issued on 12/15/2011.

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.