

BRUNNGRABER ERIC H
Form 4
December 12, 2012

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 *
BRUNNGRABER ERIC H

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)
12/10/2012

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

BRIDGETON, MO 63044

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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)
			Code	V	Amount (A) or (D) Price		
Common Stock	12/10/2012		M		9,656 A \$ 21.3	63,543 (2)	D
Common Stock	12/10/2012		D		4,763 D \$ 43.19	58,780 (2)	D
Common Stock	12/10/2012		F		1,587 D \$ 43.19	57,193 (2)	D
Common Stock	12/10/2012		S		4,000 D \$ 42.55 (3)	53,193 (2)	D
Common Stock	12/11/2012		S		1,000 D \$ 42.75	52,193 (2)	D

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

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(9-02)

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 Underlying Security (Instr. 3 and 4)
Stock Appreciation Rights	\$ 21.3	12/10/2012		M	9,656	01/21/2010 ⁽¹⁾ 01/19/2019	Common Stock 9,656
Stock Appreciation Rights	\$ 23.48					01/23/2009 ⁽¹⁾ 01/21/2018	Common Stock 20,000
Stock Appreciation Rights	\$ 24.93					01/27/2011 ⁽¹⁾ 01/25/2020	Common Stock 6,000
Stock Appreciation Rights	\$ 29.95					01/26/2012 ⁽¹⁾ 01/24/2021	Common Stock 20,000
Stock Appreciation Rights	\$ 33.56					01/25/2013 ⁽¹⁾ 01/23/2022	Common Stock 20,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRUNNGRABER ERIC H 13001 HOLLENBERG DRIVE BRIDGETON, MO 63044	X		CEO	

Signatures

/s/ Eric H.

Brunngraber

12/12/2012

 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) Over a three year vesting period, SARs become exercisable in one-third increments on the anniversary date of the grant.
 - (2) Includes shares of restricted stock, subject to vesting and forfeiture.
 - (3) Represents average weighted sales price. Actual prices ranged from \$42.45 to \$42.66. Individual transaction details available upon request.

Remarks:

NOTE: ALL SHARES AND SHARE PRICES HAVE BEEN ADJUSTED FOR THE 10% STOCK DIVIDEND PAID BY THE COMPANY.

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

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