#### MATHIAS ROBERT J

Form 4 January 24, 2013

## FORM 4

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

**OMB** 3235-0287

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Number: January 31, Expires:

2005

0.5

**OMB APPROVAL** 

Section 16. Form 4 or Form 5 obligations

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

Estimated average burden hours per response...

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MATHIAS ROBERT J			2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			CASS INFORMATION SYSTEMS INC [CASS]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	Director 10% Owner		
			(Month/Day/Year)	_X_ Officer (give title Other (specify below)		
13001 HOLLENBERG DRIVE			01/22/2013	President, Cass Bank		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
				_X_ Form filed by One Reporting Person		
BRIDGETON, MO 63044				Form filed by More than One Reporting Person		

(City)	(State)	Zip) Table	e I - Non-D	erivative Seco	urities Ac	quired, Disposed	of, or Beneficia	lly 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 on Acquired (A Disposed of (Instr. 3, 4 a	(D)	5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
			Code V	C	A) or O) Price	Following Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Common Stock	01/22/2013		A	$\frac{2,091}{(3)}$ A	\$ 0	11,649 (2)	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form 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)

### Edgar Filing: MATHIAS ROBERT J - Form 4

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. Transacti Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date	6. Date Exercisable and Expiration Date Month/Day/Year)		7. Title and Amou Underlying Securi (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Nur of Shar	
Stock Appreciation Rights	\$ 21.3					01/21/2010(1)	01/19/2019	Common Stock	4,0	
Stock Appreciation Rights	\$ 24.93					01/27/2011(1)	01/25/2020	Common Stock	2,8	
Stock Appreciation Rights	\$ 29.95					01/26/2012(1)	01/24/2021	Common Stock	8,8	
Stock Appreciation Rights	\$ 33.56					01/25/2013(1)	01/23/2022	Common Stock	8,9	
Stock Appreciation Rights	\$ 42.14	01/22/2013		A	8,241	01/23/2014(1)	01/21/2023	Common Stock	8,2	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
<b>Fg</b>	Director	10% Owner	Officer	Other			
MATHIAS ROBERT J 13001 HOLLENBERG DRIVE BRIDGETON, MO 63044			President, Cass Bank				

## **Signatures**

/s/ Robert J.
Mathias

\*\*Signature of Reporting Person

O1/24/2013

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.

Reporting Owners 2

### Edgar Filing: MATHIAS ROBERT J - Form 4

- (2) Includes restricted stock bonus shares, subject to vesting and forfeiture.
- (3) Restricted stock bonus award; over 3 year vesting period, restrictions expire in one-third increments on the anniversary date of the award.

#### **Remarks:**

Note: All shares and share prices have been adjusted for the 10% stock dividend paid by the Company on 12/14/2012.

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.