## FORM 4

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

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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|  | ·        |  |  | 7   |
|--|----------|--|--|---|
| Name and Address of Reporting Pe Bodine, Robert J.                 | rson*    | Issuer Name and Ticker or Trading Symbol   | Statement for (Month/Day/Year                            | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)               |
| (Last) (First) c/o Cass Information Systems 13001 Hollenberg Drive | (Middle) | Cass Information Systems, Inc.   | 04/30/2003   | X Director _ 10% Owner _ Officer (give title below) _ Other (specify below)           |
| (Street) Bridgeton, MO 63044                                       |          | I.R.S. Identification     Number of Reporting     Person, if an entity     (voluntary) | 5. If Amendment,<br>Date of Original<br>(Month/Day/Year) | Description  7. Individual or Joint/Group Filing (Check Applicable Line)              |
| (City) (State)   | (Zip)    |  |  | X Form filed by One Reporting Person     Form filed by More than One Reporting Person |

|                                 |   | Table I -   | Non-Dei                              | rivative | Securities Acquired, I                      | Disposed of, or Bene    | eficially Owned  |  |   |           |
|---------------------------------|---|---|--------------------------------------|----------|---|-------------------------|--|--|---|-----------|
| 1. Title of Security (Instr. 3) | 2.Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) |          | 4. Securities Acquired (Instr. 3, 4, and 5) | I (A) or Disposed Of (I | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s) | ship<br>Form:<br>Direct<br>(D)<br>or<br>Indirect | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |           |
|                                 |   |   | Code                                 | V        | Amount                                      | A/D                     | Price  | (Instr. 3 and<br>4)                              | (I)<br>(Instr.<br>4)                                  |           |
| Common Stock                    | 04/30/2003                                |   | Α                                    |          | 300(1)                                      | Α                       | \$   | 88,715   | D   |           |
|                                 |   |   |                                      |          |   |                         | \$   | 10,223   | ī   | By spouse |

|  |  |   |   | Table II                         |   |                                |                                     |                      |                               |                    | or Beneficial<br>le securities)                          |   |   |  |   |
|--|--|---|---|----------------------------------|---|--------------------------------|-------------------------------------|----------------------|-------------------------------|--------------------|--|---|---|--|---|
| 1. Title of<br>Derivative<br>Security<br>(Instr.<br>3) | 2. Conversion or Exercise Price of Derivative Security | 3.<br>Transaction<br>Date<br>(Month/<br>Day/<br>Year) | 3A. Deemed Execution Date, if any  (Month/ Day/ Year) | 4.<br>Transac<br>Code<br>(Instr. |   | Acquire<br>or<br>Dispos<br>(D) | tive<br>urities<br>ed (A)<br>sed Of | Expirati<br>Date(ED) | le(DE) and<br>on<br>Day/Year) | Amou<br>Un<br>Secu | le and<br>unt of<br>nderlying<br>rities<br>str. 3 and 4) | 8. Price<br>of<br>Derivative<br>Security<br>(Instr.5) | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr.4) | 10.<br>Owner-<br>ship<br>Form of<br>Deriv-<br>ative<br>Securities:<br>Direct (D)<br>or<br>Indirect (I) | 11. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr.4) |
|  |  |   |   | Code                             | v | А                              | D                                   | DE                   | ED                            | Title              | Amount or<br>Number of<br>Shares                         |   |   | (Instr.4)  |   |

## **Explanation of Responses:**

| (1) Restricted Stock grant. Restriction expires over three years, 100 shares |
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/s/ Robert J. Bodine

04/30/2003

\*\* Signature of Reporting Person SEC 1474 (9-02)

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.

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.