SEC Form 4

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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(h)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

1. Name and Addre Appelbaum F	1 0	erson*	2. Issuer Name and Ticker or Trading Symbol <u>CASS INFORMATION SYSTEMS INC</u> [CASS]	(Check	tionship of Reporting Per all applicable) Director Officer (give title	10% Owner			
(Last) 13001 HOLLEN	(First) (Middle) OLLENBERG DRIVE		3. Date of Earliest Transaction (Month/Day/Year) 01/22/2008		below)	Other (specify below)			
(Street) BRIDGETON (City)	MO (State)	63044 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Group Filin Form filed by One Rep Form filed by More tha Person	orting Person			
Table L- Non-Derivative Securities Acquired Disposed of or Beneficially Owned									

1. Title of Security (Instr. 3) 7. Nature of 2. Transaction 2A. Deemed 3. Transaction 4. Securities Acquired (A) or 5. Amount of 6. Ownership Date Execution Date, Disposed Of (D) (Instr. 3, 4 and Form: Direct Indirect Securitie (Month/Day/Year) Code (Instr. 8) Beneficially (D) or Indirect Beneficial if any 5) Ownership (Instr. 4) (Month/Day/Year) Owned Following (I) (Instr. 4) Reported (A) or (D) Transaction(s) (Instr. 3 and 4) Code v Amount Price Common Stock 1,100⁽²⁾ D Common Stock⁽¹⁾ 4,428(3) D 01/22/2008 Common Stock⁽¹⁾ 2.105 Α \$<mark>0</mark> 6,533 D A

 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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Appreciation Rights	\$28.41	01/22/2008		Α		7,818		01/22/2009 ⁽⁴⁾	01/22/2018	Common Stock	7,818	\$0	7,818	D	

Explanation of Responses:

1. Restricted stock bonus award; over a three-year vesting period, restrictions expire in one-third increments on the anniversary date of the award.

2. In December 2007, Cass Information Systems, Inc. declared a 10% stock dividend, resulting in the reporting person's acquisition of 100 additional shares of common stock.

3. In December 2007, Cass Information Systems, Inc. declared a 10% stock dividend, resulting in the reporting person's acquisition of 403 additional shares of common stock.

4. Over a three-year vesting period, SARs become exercisable in one-third increments on the anniversary date of the grant.

/s/ P. Stephen Appelbaum

** Signature of Reporting Person

01/24/2008 Date

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.