

CASS INFORMATION SYSTEMS INC
Form 8-K
October 20, 2011

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF

THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (date of earliest event reported): October 20, 2011

CASS INFORMATION SYSTEMS, INC.

(Exact name of registrant as specified in its charter)

Missouri
(State or other jurisdiction of
incorporation or organization)

000-20827
(Commission
File Number)

43-1265338
(I.R.S. Employer
Identification No.)

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13001 Hollenberg Drive

Bridgeton, Missouri
(Address of principal executive offices)

(314) 506-5500

63044
(Zip Code)

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act.

- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act.

- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act.

- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act.

Item 2.02. Results of Operations and Financial Condition.

On October 20, 2011, Cass Information Systems, Inc. (the Company) issued a press release announcing its financial results for the quarter ended September 30, 2011. A copy of this press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

The information reported under this Item 2.02 of Form 8-K, including Exhibit 99.1, is being furnished and shall not be deemed to be filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or otherwise subject to the liabilities of such section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 8.01. Other Matters.

On October 17, 2011, the Company s board of directors approved a 10% stock dividend payable on December 15, 2011 to shareholders of record on December 5, 2011. Shareholders will receive one additional share of the Company s common stock for each 10 shares of the Company s common stock owned. No fractional shares will be issued. Shareholders will receive cash for any fractional shares owned based on the share price reported by The Nasdaq Stock Market at the close of trading on December 5, 2011.

Also on October 17, 2011, the Company s board of directors declared a fourth quarter cash dividend of \$0.17 per share payable on December 15, 2011 to shareholders of record on December 5, 2011.

On the same day, the Company s board of directors also authorized the repurchase of up to 300,000 shares of the Company s common stock pursuant to the Company s treasury stock buyback program. Repurchases will be made in the open market or through negotiated transactions from time to time, depending on market conditions.

Item 9.01. Financial Statements and Exhibits.

(d) *Exhibits.*

| Exhibit Number | Description |
|-----------------------|--|
| 99.1 | Press release issued by Cass Information Systems, Inc. dated October 20, 2011. |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: October 20, 2011

CASS INFORMATION SYSTEMS, INC.

By: /s/ Eric H. Brunngraber
Name: Eric H. Brunngraber
Title: President and Chief Executive Officer

By: /s/ P. Stephen Appelbaum
Name: P. Stephen Appelbaum
Title: Chief Financial Officer