

CASS INFORMATION SYSTEMS INC

Form 8-K

October 23, 2014

**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 23, 2014**

**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.)**

**12444 Powerscourt Drive, Suite 550**

**St. Louis, Missouri**  
**(Address of principal executive offices)**

**63131**  
**(Zip Code)**

**(314) 506-5500**

**(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 23, 2014, Cass Information Systems, Inc. (the Company ) issued a press release announcing its financial results for the quarter ended September 30, 2014. 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 20, 2014, the Company s Board of Directors declared a third quarter cash dividend of \$0.21 per share payable December 15, 2014 to shareholders of record December 5, 2014.

The Company s Board of Directors also authorized the repurchase of up to 500,000 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.*

<b>Exhibit Number</b>	<b>Description</b>
99.1	Press release issued by Cass Information Systems, Inc. dated October 23, 2014.

**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 23, 2014

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