

HANDLEY TERRY W

Form 4

March 28, 2012

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(b).

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

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
HANDLEY TERRY W

2. Issuer Name **and** Ticker or Trading
Symbol
CASEYS GENERAL STORES INC
[CASY]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
ONE CONVENIENCE BLVD., PO
BOX 3001

3. Date of Earliest Transaction
(Month/Day/Year)
03/27/2012

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
Chief Operating Officer

(Street)
ANKENY, IA 50021

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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 Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock					9,889 ⁽¹⁾	I	Voting and tender rights under KSOP
Restricted stock units ⁽³⁾					921	D	
Common Stock	03/27/2012	03/27/2012	M		10,000	A	\$ 14.08
					10,000	D	

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Common Stock 03/27/2012 03/27/2012 S 10,000 D \$ 55.18 0 D

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

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Option - right to buy ⁽²⁾	\$ 14.08	03/27/2012	03/27/2012	M	10,000	06/06/2006 06/06/2013	Common Stock 10,000
Option - right to buy ⁽²⁾	\$ 20.68					07/05/2010 07/05/2015	Common Stock 10,000
Option - right to buy ⁽²⁾	\$ 26.92					06/25/2010 06/25/2017	Common Stock 10,000
Option - right to buy ⁽²⁾	\$ 25.26					06/23/2012 06/23/2019	Common Stock 20,000
Option - right to buy ⁽⁴⁾	\$ 44.39					06/23/2014 06/23/2021	Common Stock 20,000

Reporting Owners

Reporting Owner Name / Address	Relationships
HANDLEY TERRY W ONE CONVENIENCE BLVD. PO BOX 3001	Director 10% Owner Officer Other Chief Operating Officer

ANKENY, IA 50021

Signatures

William J. Noth, under Power of Attorney dated
06/09/2003

03/28/2012

__Signature of Reporting Person

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) Allocated to Mr. Handley's KSOP account as of April 30, 2011. Does not include any shares allocated by KSOP trustee after that date.
- (2) Pursuant to terms and conditions of 2000 Stock Option Plan (or predecessor plan).
- (3) Pursuant to 2009 Stock Incentive Plan. This award, which vests in full on May 1, 2014, represents the equity component of the amount payable to Mr. Handley under the FY11 annual incentive plan.
- (4) Pursuant to terms and conditions of 2009 Stock Incentive Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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