

CASEYS GENERAL STORES INC  
 Form 4  
 July 24, 2013

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

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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

(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**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**07/23/2013**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**Chief Operating Officer**

**ANKENY, IA 50021**

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                       |                                      |  |                                | (A) or (D)<br>Code V Amount (D) Price                             |   |  | Voting and tender rights under KSOP                   |
| Common Stock                          |                                      |  |                                |   | 10,452 <sup>(1)</sup>   | I  |   |
| Restricted stock units <sup>(3)</sup> |                                      |  |                                |   | 921   | D  |   |
| Restricted stock units <sup>(5)</sup> |                                      |  |                                |   | 3,178   | D  |   |

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|                                  |            |            |   |       |   |             |       |   |
|----------------------------------|------------|------------|---|-------|---|-------------|-------|---|
| Restricted<br>stock units<br>(6) |            |            |   |       |   |             | 3,250 | D |
| Common<br>Stock                  | 07/23/2013 | 07/23/2013 | M | 1,500 | A | \$<br>26.92 | 1,500 | D |

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

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(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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option - right to buy <sup>(2)</sup>       | \$ 20.68   |                                      |  |                                |   | 07/05/2010 07/05/2015                                    | Common Stock  | 10,000                        |
| Option - right to buy <sup>(2)</sup>       | \$ 26.92   | 07/23/2013                           | 07/23/2013   | M                              | 1,500   | 06/25/2010 06/25/2017                                    | Common Stock  | 10,000                        |
| Option - right to buy <sup>(2)</sup>       | \$ 25.26   |                                      |  |                                |   | 06/23/2012 06/23/2019                                    | Common Stock  | 20,000                        |
| Option - right to buy <sup>(4)</sup>       | \$ 44.39   |                                      |  |                                |   | 06/23/2014 06/23/2021                                    | Common Stock  | 20,000                        |

## Reporting Owners

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

ANKENY, IA 50021

## Signatures

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

07/24/2013

\_\_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, 2013. 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.
- (5) Pursuant to 2009 Stock Incentive Plan. This award, which vests in full on May 1, 2015, represents the equity component of the amount payable to Mr. Handley under the FY12 annual incentive plan.
- (6) Pursuant to the 2009 Stock Incentive Plan. This award vests in full on June 7, 2016.

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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