

CASEYS GENERAL STORES INC
 Form 4
 May 05, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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 *
 Bridgewater Diane C

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)
 8161 HEATHER BOW
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 05/01/2014

Director 10% Owner
 Officer (give title below) Other (specify below)

JOHNSTON, IA 50131
 (City) (State) (Zip)

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

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)
				(A) or (D)	Price		
Common Stock	05/01/2014		M	A	\$ 0	D	
				(A) or (D)	Amount		
					2,000		
					(2)		

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)

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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	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)	
					Date Exercisable	Expiration Date	Title	Amount or Number of Shares
					Code	V (A) (D)		
Option - right to buy ⁽¹⁾	\$ 24.11					05/01/2007 05/01/2017	Common Stock	2,000
Option - right to buy ⁽¹⁾	\$ 26.51					05/01/2008 05/01/2018	Common Stock	2,000
Option - right to buy ⁽¹⁾	\$ 25.49					05/01/2009 05/01/2019	Common Stock	2,000
Restricted stock units	\$ 0 ⁽³⁾	05/01/2014		M	2,000	⁽⁴⁾ ⁽⁴⁾	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bridgewater Diane C 8161 HEATHER BOW JOHNSTON, IA 50131	X			

Signatures

William J. Noth, under power of attorney dated March 9, 2007

05/05/2014

__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) Pursuant to terms of 2009 Stock Incentive Plan.
- (2) Consisting of shares acquired upon vesting of Common Stock restricted stock units on May 1, 2014.
- (3) Each restricted stock unit represents the right to receive, following vesting, one share of Common Stock.
- (4) The restricted stock units vested on May 1, 2014.

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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