

BESSANT THOMAS A JR
Form 4
December 05, 2012

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 *
BESSANT THOMAS A JR

2. Issuer Name and Ticker or Trading Symbol
CASH AMERICA
INTERNATIONAL INC [CSH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1600 W. 7TH STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/03/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Exec. VP - CFO

FORT WORTH, TX 76102

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)
Common Stock, par value \$.10	12/03/2012		M	29,248 A	\$ 9.41 75,358	D	
Common Stock, par value \$.10	12/03/2012		S ⁽¹⁾	29,248 D	\$ 36.9771 46,110	D	
Common Stock, par value \$.10	12/04/2012		M	8,252 A	\$ 9.41 54,362	D	
Common Stock, par	12/04/2012		S ⁽¹⁾	8,252 D	\$ 36.956 46,110	D	

value \$.10

Common Stock, par value \$.10	4,598.387	I	Benefit Plan
Common Stock, par value \$.10	318	I	Spouse

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Options (right to buy)	\$ 9.41	12/03/2012		M	29,248	12/10/2003 01/22/2013	Common Stock	29,248	
Stock Options (right to buy)	\$ 9.41	12/04/2012		M	8,252	12/10/2003 01/22/2013	Common Stock	8,252	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BESSANT THOMAS A JR 1600 W. 7TH STREET FORT WORTH, TX 76102			Exec. VP - CFO	

Signatures

/s/Thomas A.
Bessant Jr.

12/05/2012

 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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on July 30, 2012.

The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$36.80 to \$37.19.

(2) Upon request, the reporting person will provide the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission full information regarding the number of shares sold at each price within the ranges set forth in this footnote.

The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$36.75 to \$37.17.

(3) Upon request, the reporting person will provide the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission full information regarding the number of shares sold at each price within the ranges set forth in this footnote.

Not included in this amount are 5,668, 6,519, and 5,716 Performance-Based Restricted Stock Units, of which from 0% to 100% are

(4) eligible to vest on January 1, 2013, January 1, 2014, and January 1, 2015, respectively, subject to the Issuer's achievement of certain financial goals over a three-year period and certification by the Management Development and Compensation Committee.

(5) Includes Restricted Stock Units.

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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