

BESSANT THOMAS A JR
 Form 4
 September 04, 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)
 08/30/2012

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

FORT WORTH, TX 76102

(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)
			Code	V	Amount (A) or (D) Price		
Common Stock, par value \$.10	08/30/2012		M		200 A \$ 9.41	46,310	D
Common Stock, par value \$.10	08/30/2012		S ⁽¹⁾		200 D 40.02	46,110 ⁽³⁾ ⁽⁴⁾	D
Common Stock, par value \$.10						4,593.9677 ⁽⁵⁾	I Benefit Plan
Common Stock, par						318	I Spouse

value \$.10

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. P... Der... Sec... (Ins...	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		
Stock Options (right to buy)	\$ 9.41	08/30/2012		M	200	12/10/2003 01/22/2013	Common Stock	200	

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. 09/04/2012

**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.

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- The price reported is a weighted average price. The shares were sold in two transactions at \$40.01 and \$40.03. Upon request, the
- (2) 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 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
- (3) 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.

- (4) Includes Restricted Stock Units.

- (5) Reflects an adjustment for dividends paid to the Reporting Person.

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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