

CASH AMERICA INTERNATIONAL INC
 Form 4
 January 23, 2014

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)
01/21/2014

____ 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	01/21/2014		A		<u>3,259</u> ⁽¹⁾	A	\$ 0 47,792	D	
Common Stock, par value \$.10	01/21/2014		A		<u>10,664</u> ⁽²⁾	A	\$ 0 58,456 ⁽³⁾	D	
Common Stock, par value \$.10							4,612.89 ⁽⁴⁾	I	Benefit Plan
Common Stock, par							393	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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 3, 4, and 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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 01/23/2014

**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) Reflects the vesting of performance-based restricted stock units that were granted on January 26, 2011.
- (2) These restricted stock units will vest in 25% increments on each of February 17, 2015, January 31, 2016, January 31, 2017 and January 31, 2018.
- (3) Not included in this amount are 5,716, 5,528 and 15,000 performance-based restricted stock units, of which from 0% to 100% are eligible to vest on January 1, 2015, January 1, 2016, and January 1, 2017, respectively, subject to the Issuer's achievement of certain financial

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goals over a three-year period and certification by the Management Development and Compensation Committee.

(4) 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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