

Johnson Brian Joseph
Form 4
September 12, 2018

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Johnson Brian Joseph

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 SE CONVENIENCE BLVD.

3. Date of Earliest Transaction
(Month/Day/Year)
09/12/2018

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

SVP, Store Development

(Street)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)

____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

ANKENY, IA 50021

(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)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	09/12/2018		M		1,500	A	\$ 25.26	10,471	D
Common Stock	09/12/2018		S		1,500	D	\$ 127.43 (1)	8,971	D
Common Stock								2,230 (2)	I

Voting
and tender
rights
under
401k plan

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Option - right to buy ⁽³⁾	\$ 25.26	09/12/2018		M	1,500	06/23/2012 06/23/2019	Common Stock 1,500
Option - right to buy ⁽³⁾	\$ 44.39					06/23/2014 06/23/2021	Common Stock 15,000
Restricted stock units ⁽⁴⁾	⁽⁵⁾					⁽⁴⁾ ⁽⁴⁾	Common Stock 2,650
Restricted stock units ⁽⁶⁾	⁽⁵⁾					⁽⁶⁾ ⁽⁶⁾	Common Stock 1,141
Restricted stock units ⁽⁷⁾	⁽⁵⁾					⁽⁷⁾ ⁽⁷⁾	Common Stock 1,238

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Johnson Brian Joseph ONE SE CONVENIENCE BLVD. ANKENY, IA 50021	SVP, Store Development

Signatures

Scott Faber, under Power of Attorney dated March 3,
2017

09/12/2018

__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 price reported is a weighted average price provided by the broker. These shares were sold in multiple transactions at prices ranging from \$127.36 to \$127.56. Mr. Johnson undertakes to provide to Casey's General Store, Inc., any security holder thereof, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

(2) Allocated to Mr. Johnson's 401k plan account as of June 30, 2018. Does not include any shares allocated by the plan trustee after that date.

(3) Pursuant to terms and conditions of 2009 Stock Incentive Plan.

(4) Pursuant to terms and conditions of 2009 Stock Incentive Plan. This award will vest in full on June 2, 2019.

(5) Each restricted stock unit represents the right to receive, following vesting, one share of Common Stock.

(6) Pursuant to terms and conditions of 2009 Stock Incentive Plan. This award will vest in full on June 15, 2020. Not included in the reported award amount is a target amount of performance-based restricted stock units that will vest on June 15, 2020, but which are subject to the satisfaction of certain performance criteria other than solely the price of Casey's Common Stock; the final amount of shares earned, if any, will be reported upon vest and satisfaction of those performance measures.

(7) Pursuant to terms and conditions of 2009 Stock Incentive Plan. This award will vest in full on June 15, 2021. Not included in the reported award amount is a target amount of performance-based restricted stock units that will vest on June 15, 2021, but which are subject to the satisfaction of certain performance criteria other than solely the price of Casey's Common Stock; the final amount of shares earned, if any, will be reported upon vest and satisfaction of those performance measures.

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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