

BESSANT THOMAS A JR
Form 4
March 01, 2010

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)
02/27/2010

____ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock, par value \$.10	02/27/2010		F	834 ⁽¹⁾ D \$ 38.33	6,408 ⁽²⁾	D	
Common Stock, par value \$.10					5,622.2419	I	Benefit Plans
Common Stock, par value \$.10					318 ⁽³⁾	I	By wife through 401(k) plan
					43,490 ⁽²⁾ ⁽⁴⁾	D	

Restricted
Stock Units
(Common
Stock, par
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 or Derivative Security (Instr. 3)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (right to buy)	\$ 7.95					07/28/2003	01/23/2012	Common	25,000
Stock Options (right to buy)	\$ 9.41					12/10/2003	01/22/2013	Common	50,000

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.

03/01/2010

__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).

This transaction represents the withholding by the Issuer of shares to pay taxes in connection with the vesting of a Restricted Stock Unit
(1) award. The timing and amount of the transaction were determined by the terms of the applicable Restricted Stock Unit award and were not within the control of the Reporting Person.

(2) Reflects the vesting of 3,155 Restricted Stock Units.

(3) The reporting person acquired beneficial ownership of these shares upon his marriage to the owner of the shares on February 22, 1998.

Not included in this amount are 5,668 restricted stock units (the "Performance-Based RSUs") granted by the Management Development and Compensation Committee (the "Committee") on January 27, 2010 that may vest subject to the Issuer's achievement of certain
(4) financial performance goals over a three-year period. From 0% to 100% of these Performance-Based RSUs are eligible to vest on January 1, 2013, subject to certification by the Committee.

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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