

CASEYS GENERAL STORES INC

Form 8-K

June 08, 2015

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT Pursuant  
to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 5, 2015

CASEY'S GENERAL STORES, INC.

(Exact name of registrant as specified in its charter)

Iowa

(State or other jurisdiction of incorporation)

001-34700

(Commission File Number)

42-0935283

(IRS Employer Identification No.)

One Convenience Blvd., Ankeny, Iowa

50021

(Address of principal executive Offices)

(Zip Code)

515/965-6100

(Registrant's telephone number, including area code)

NONE

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

☒ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☒ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☒ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☒ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02. Results of Operations and Financial Condition.

On June 8, 2015, Casey's General Stores, Inc. (the "Company") issued a press release announcing its financial results for the fourth fiscal quarter and fiscal year ended April 30, 2015. A copy of the Company's press release is attached as Exhibit 99.1 and is incorporated herein by reference.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On June 5, 2015, the Board of Directors of the Company approved salary and bonus plan arrangements for the Company's executive officers and Vice Presidents for the fiscal year ending April 30, 2016. Further information concerning such arrangements is described in Exhibit 99.2 and is incorporated herein by reference.

On that same date, the Compensation Committee of the Board of Directors authorized the award of 3,250 restricted stock units to each of the five executive officers (Messrs. Myers, Handley, Walljasper and Billmeyer and Ms. Jackowski) under the terms of the 2009 Stock Incentive Plan. The awards will vest on June 5, 2018.

The Compensation Committee also authorized the payment of awards under the fiscal 2015 annual incentive plan (described in the Form 8-K filed on June 9, 2014 and the proxy statement filed on August 8, 2014), equal to 100% of the officer's base salary. The award is payable in cash (30%) and shares of restricted stock (70%).

In addition, the Board of Directors elected Jay Soupene to serve as Senior Vice President of Store Operations, and James Pistillo to serve as Vice President and Treasurer, both to be effective immediately.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

The exhibits accompanying this report are listed in the Exhibit Index attached hereto.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

CASEY'S GENERAL STORES, INC.

Date: June 8, 2015

By: /s/ William J. Walljasper

William J. Walljasper  
Senior Vice President and  
Chief Financial Officer

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## EXHIBIT INDEX

The following exhibits are filed herewith:

Exhibit No.	Description
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99.1	Press Release issued by Casey's General Stores, Inc., dated June 8, 2015.
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99.2	Description of FY2016 Salary and Bonus Arrangements for Named Executive Officers
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