

SECURITIES AND EXCHANGE COMMISSION

FORM 8-A12G/A

Form for registration of a class of securities pursuant to section 12(g) [amend]

Filing Date: **1994-01-12**
SEC Accession No. **0000910066-94-000003**

([HTML Version](#) on secdatabase.com)

FILER

CASEYS GENERAL STORES INC

CIK: **726958** | IRS No.: **420935283** | State of Incorporation: **IA** | Fiscal Year End: **0430**
Type: **8-A12G/A** | Act: **34** | File No.: **000-12788** | Film No.: **00000000**
SIC: **5412** Convenience stores

Business Address
*ONE CONVENIENCE BLVD
ANKENY IA 50021
5159656100*

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-A/A

AMENDMENT NO. 2

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g) OF THE
SECURITIES EXCHANGE ACT OF 1934

CASEY'S GENERAL STORES, INC.
(Exact name of registrant as specified in its charter)

IOWA (State or other jurisdiction of incorporation or organization)	42-0935283 (I.R.S. Employer Identification Number)
---	---

ONE CONVENIENCE BLVD., ANKENY, IOWA
(Address of principal executive offices)

50021
(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be so registered	Name of each exchange on which each class is to be registered
--	--

None

Securities to be registered pursuant to Section 12(g) of the Act:

COMMON SHARE PURCHASE RIGHTS

Item 2. EXHIBITS.

1. Officers' Certificate and attached Notice of Adjustment of Purchase Price, each dated as of January 10, 1994, issued by Casey's General Stores, Inc. pursuant to Sections 12 and 25(a) of the Rights Agreement.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

CASEY'S GENERAL STORES, INC.

Date: January 10, 1994

By: /s/ Donald F. Lamberti

Donald F. Lamberti
Chief Executive Officer

<TABLE>
<CAPTION>

EXHIBITS

EXHIBIT	DESCRIPTION	PAGE
<C>	<S>	<C>
3	Officers' Certificate with attached Notice of Adjustment of Purchase Price, each dated as of January 10, 1994, issued by Casey's General Stores, Inc. pursuant to Sections 12 and 25(a) of the Rights Agreement.	5

</TABLE>

Exhibit 3

CERTIFICATE

Pursuant to Section 12 of the Rights Agreement dated as of June 14, 1989, as amended by the First Amendment to Rights Agreement dated as of September 4, 1990 (together, the "Rights Agreement") between Casey's General Stores, Inc. (the "Company") and United Missouri Bank of Kansas City, N.A. (now known as United Missouri Bank, N.A.), as Rights Agent (the "Rights Agent"), the undersigned, Donald F. Lamberti, Chief Executive Officer of the Company and John G. Harmon, Secretary of the Company, hereby certify that the Board of Directors of the Company, by resolution duly adopted on December 21, 1993, has declared and authorized a two-for-one stock split in the form of a 100% stock dividend (the "Stock Dividend") for each share of Common Stock of the Company held by shareholders of record on February 1, 1994 (the "Record Date"). As a result of the Stock Dividend, and in accordance with Section 11(a)(i) of the Rights Agreement, the Purchase Price (as defined in the Rights Agreement) in effect at the time of the Record Date, and the number of shares of Common Stock issuable on such date, is being proportionately adjusted from the original Purchase Price of \$40 per share to \$20 per share, so that the holder of any Right (as defined in the Rights Agreement) exercised after such time shall be entitled to receive the aggregate number of shares of Common Stock which, if such Right had been exercised immediately prior to such date and at a time when the Common Stock transfer books of the Company were open, the holder would have owned upon such exercise and been entitled to receive by virtue of such dividend.

Attached hereto is a copy of a Notice of Adjustment of Purchase Price (the "Notice"), which Notice shall serve as the summary and the notice required under Sections 12 and 25(a), respectively, of the Rights Agreement. This Notice is being mailed promptly by the Company to each holder of a Right Certificate (as defined in the Rights Agreement) in accordance with Section 25 of the Rights Agreement, but in no event less than 10 days before the Record Date.

WITNESS, the seal of the Company and the signatures of the undersigned this 10th day of January, 1994.

/s/ Donald F. Lamberti

Donald F. Lamberti,
Chief Executive Officer

/s/ John G. Harmon

John G. Harmon, Secretary

(SEAL)

NOTICE OF ADJUSTMENT OF PURCHASE PRICE

To the Holders of the:

COMMON STOCK

of

CASEY'S GENERAL STORES, INC.

and the associated

COMMON SHARE PURCHASE RIGHTS

NOTICE IS HEREBY GIVEN, pursuant to Sections 12 and 25(a) of the Rights Agreement dated as of June 14, 1989, as amended by the First Amendment to Rights Agreement dated as of September 4, 1990 (together, "Rights Agreement"), between Casey's General Stores, Inc. (the "Company") and United Missouri Bank of Kansas City, N.A. (now known as United Missouri Bank, N.A.), as Rights Agent (the "Rights Agent"), that the Board of Directors of the Company, by resolution duly adopted on December 21, 1993, has declared and authorized a two-for-one stock split in the form of a 100% stock dividend (the "Stock Dividend") for each share of the Company's Common Stock held by shareholders of record on February 1, 1994 (the "Record Date"). As a result of the Stock Dividend, and in accordance with Section 11(a)(i) of the Rights Agreement, the Purchase Price (as defined in the Rights Agreement) in effect at the time of the Record Date, and the number of shares of Common Stock issuable on such date, is being proportionately adjusted from the original Purchase Price of \$40 per share to \$20 per share, so that the holder of any Right (as defined in the Rights Agreement) exercised after such time shall be entitled to receive the aggregate number of shares of Common Stock which, if such

Right had been exercised immediately prior to such date and at a time when the Common Stock transfer books of the Company were open, the holder would have owned upon such exercise and been entitled to receive by virtue of such dividend.

This Notice of Adjustment of Purchase Price shall serve as the summary and the notice required under Sections 12 and 25(a), respectively, of the Rights Agreement. Questions concerning the adjustment of the Purchase Price or the payment of the Stock Dividend may be directed to the undersigned at the address or telephone number noted above.

/s/ John G. Harmon

John G. Harmon, Secretary

Dated: January 10, 1994