### Edgar Filing: PROSPERITY BANCSHARES INC - Form 4

#### PROSPERITY BANCSHARES INC

Form 4 April 17, 2013

### FORM 4

#### OMB APPROVAL

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

OMB Number: 3235-0287

January 31,

0.5

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Expires: 2005
Estimated average burden hours per

Section 16. Form 4 or Form 5 obligations

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

**SECURITIES** 

response...

5. Relationship of Reporting Person(s) to

may continue. *See* Instruction

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

| STEELHAMMER ROBERT H  |   |                        | Symbol PROSPERITY BANCSHARES INC [PB]                |  |               |   | Issuer  (Check all applicable)   |  |   |  |
|---|---|------------------------|--|--|---------------|---|--|--|---|--|
| (Last) 4295 SAN I   | , , ,                                   | Middle) 3. Dat<br>(Mon | e of Earliest T<br>h/Day/Year)<br>5/2013             | •  |               |   | _X_ Director 10% Owner Officer (give title below) Other (spec  |  |   |  |
|   | (Street)                                | 4. If A                | 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 |  |  |   |  |
| HOUSTON   | , TX 77027-2915                         |                        |  |  |               |   | Person   | y iviore than one i  | reporting   |  |
| (City)  | (State)                                 | (Zip)                  | able I - Non-I                                       | Derivative                                       | Secur         | ities Ac  | quired, Disposed   | of, or Beneficia   | ally Owned  |  |
| 1.Title of<br>Security<br>(Instr. 3)  | 2. Transaction Date<br>(Month/Day/Year) |                        | Code<br>ar) (Instr. 8)                               | 4. Secur<br>onAcquired<br>Disposed<br>(Instr. 3, | (A) or (A) or | <b>)</b> )  | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
| Common<br>Stock   | 04/16/2013                              |                        | A  | 900  | A             | \$0   | 254,100  | D  |   |  |
| Common<br>Stock   |   |                        |  |  |               |   | 820  | I  | By<br>Company<br>401(K)<br>Plan                                   |  |
| Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. |   |                        |  |  |               |   |  |  |   |  |
| Persons who respond to the collection of SEC 1474   |   |                        |  |  |               |   |  |  |   |  |

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(9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2.          | 3. Transaction Date |                    | 4.          | 5.         | 6. Date Exerc    |            | 7. Titl | e and    | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|-------------|------------|------------------|------------|---------|----------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transaction | onNumber   | Expiration D     | ate        | Amou    | int of   | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code        | of         | (Month/Day/      | Year)      | Under   | lying    | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8)  | Derivative | e                |            | Securi  | ities    | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |             | Securities |                  |            | (Instr. | 3 and 4) |             | Own    |
|             | Security    |                     |                    |             | Acquired   |                  |            |         |          |             | Follo  |
|             |             |                     |                    |             | (A) or     |                  |            |         |          |             | Repo   |
|             |             |                     |                    |             | Disposed   |                  |            |         |          |             | Trans  |
|             |             |                     |                    |             | of (D)     |                  |            |         |          |             | (Instr |
|             |             |                     |                    |             | (Instr. 3, |                  |            |         |          |             |        |
|             |             |                     |                    |             | 4, and 5)  |                  |            |         |          |             |        |
|             |             |                     |                    |             |            |                  |            |         | Amount   |             |        |
|             |             |                     |                    |             |            |                  |            |         | Amount   |             |        |
|             |             |                     |                    |             |            | Date             | Expiration | Title   | Or       |             |        |
|             |             |                     |                    |             |            | Exercisable Date |            |         |          |             |        |
|             |             |                     |                    | C 1 W       | (A) (D)    |                  |            |         | of       |             |        |
|             |             |                     |                    | Code V      | (A) (D)    |                  |            |         | Shares   |             |        |

# **Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |         |       |  |  |  |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|
| • 0                            | Director      | 10% Owner | Officer | Other |  |  |  |
| STEELHAMMER ROBERT H           |               |           |         |       |  |  |  |
| 4295 SAN FELIPE                | X             |           |         |       |  |  |  |
| HOUSTON TX 77027-2915          |               |           |         |       |  |  |  |

## **Signatures**

/s/ Robert H. 04/17/2013 Steelhammer Date

\*\*Signature of Reporting

## **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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2