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

#### PROSPERITY BANCSHARES INC

Form 4

November 23, 2016

November	23, 2010									
FORM	<b>M 4</b>		HDIDIEC	ANID E	von	ANCEC			APPROVAL	
	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						OMMISSION	OMB Number:	3235-0287	
Check to if no lo	this box		J	·				Expires:	January 31, 2005	
subject Section Form 4	subject to Section 16. Form 4 or  STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OWNERSHIP OF CHANGES IN BURNERSHIP OF CHANGES IN BURNERSHIP OF CHANGES IN BURNERSHIP OF CHANGES IN BURNERSHIP OWNERSHIP OF CHANGES IN BURNERSHIP OWNERSHIP OWNERSH							Estimated average burden hours per response		
Form 5 obligati may co See Inst	ions section 17	rsuant to Section (a) of the Public 30(h) of the	Utility Ho	olding C	ompa	ny Act of	1935 or Sectio	n		
(Print or Type	e Responses)									
1. Name and Address of Reporting Person * SAFADY EDWARD Z			2. Issuer Name <b>and</b> Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer			
		PRO [PB]	SPERITY	BANCS	HAR	RES INC	(Chec	k all applicab	ole)	
(Last) (First) (Middle)			e of Earliest h/Day/Year)		n		Director 10% OwnerX_ Officer (give title Other (specify below)			
80 SUGAI BLVD.	R CREEK CENTE	ER 11/23	3/2016				below)	President		
(Street)			mendment, I Month/Day/Yo	_	nal		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
SUGAR L	AND, TX 77478						Form filed by N Person			
(City)	(State)	(Zip) T	able I - Non	-Derivati	ve Sec	urities Acqu	iired, Disposed of	f, or Benefici	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)					Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)		
Common Stock							4,347 (1)	I	Through 401(k) Plan	
Common Stock							5,329	D		
Common Stock	11/23/2016		S	5,000	D	\$ 66.1506	87,906	I	By limited partnership	

(2)

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 information contained in this form are not (9-02)

partnership

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required to respond unless the form displays a currently valid OMB control number.

# 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	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year) Execution Date, if		Transactio	nNumber Expiration Date		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)						
									A 4		
									Amount		
						Date	Expiration	Title	Or		
						Exercisable	Date				
				C + V	(A) (D)				of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SAFADY EDWARD Z 80 SUGAR CREEK CENTER BLVD. SUGAR LAND, TX 77478

President

## **Signatures**

/s/ Edward Z. Safady

11/23/2016

\*\*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) Includes 150 shares acquired through the Prosperity Bancshares, Inc. 401(k) plan since the last filing by the reporting person.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$66.0 to \$66.4048, inclusive. The reporting person undertakes to provide to Prosperity Bancshares, Inc., any security holder of Prosperity Bancshares, Inc., or the staff of the Securities Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in this footnote.

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.

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