

PROSPERITY BANCSHARES INC

Form 8-K

March 05, 2003

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): March 5, 2003

PROSPERITY BANCSHARES, INC.

(Exact name of registrant as specified in its charter)

Texas
(State or other jurisdiction of
incorporation or organization)

0-25051
(Commission File Number)

74-2331986
(I.R.S. Employer
Identification No.)

4295 San Felipe
Houston, Texas
(Address of principal executive offices)

77027
(Zip Code)

Registrant's telephone number, including area code: (713) 693-9300

Item 5. Other Events.

On March 5, 2003, Prosperity Bancshares, Inc. (Prosperity) publicly disseminated a press release announcing that it had entered into an Agreement and Plan of Merger to acquire Dallas Bancshares Corporation and its subsidiary bank, BankDallas, SSB, for cash. The purpose of this Current Report on Form 8-K is to file as Exhibit 99.1 a copy of the Company s press release dated March 5, 2003 announcing such event. The press release is incorporated by reference into this Item 5 and the foregoing description of the press release is qualified in its entirety by reference to this exhibit.

Item 7. Financial Statements and Exhibit.

Exhibits. The following materials are filed as exhibits to this Current Report on Form 8-K:

99.1 Press Release dated March 5, 2003.

SIGNATURES

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.

PROSPERITY BANCSHARES, INC

Dated: March 5, 2003

By:

/s/ James D. Rollins III

James D. Rollins III

Senior Vice President

EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press Release dated March 5, 2003.