

PROSPERITY BANCSHARES INC

Form 8-K

July 22, 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): July 22, 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 7. Financial Statements and Exhibits.

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

99.1 Press Release issued by Prosperity Bancshares, Inc. dated July 22, 2003.

Item 9. Regulation FD Disclosure

In accordance with U.S. Securities and Exchange Commission Release No. 33-8216, the following information, intended to be furnished under Item 12. Disclosure of Results of Operations and Financial Condition of Form 8-K, is instead being furnished under this Item 9. Regulation FD Disclosure.

On July 22, 2003, Prosperity Bancshares, Inc. publicly disseminated a press release announcing its results for the second quarter ending June 30, 2003. A copy of the press release is attached as Exhibit 99.1.

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: July 22, 2003

By

/s/ James D. Rollins III

James D. Rollins III

Senior Vice President

EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Description</u>
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