

CULLEN/FROST BANKERS, INC.

Form 8-K

February 12, 2013

**UNITED STATES**  
**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): February 12, 2013**

**CULLEN/FROST BANKERS, INC.**

(Exact name of registrant as specified in its charter)

**Texas**  
(State or other jurisdiction of  
incorporation or organization)

**001-13221**  
(Commission  
File Number)

**74-1751768**  
(I.R.S. Employer  
Identification Number)

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**100 West Houston Street, San Antonio, Texas**  
(Address of Principal Executive Offices)

**78205**  
(Zip Code)

**(210) 220-4011**

(Registrant's telephone number)

**Not Applicable**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4 (c))

**Item 8.01. Other Events**

This Current Report on Form 8-K is being filed for the purpose of filing Exhibit 12.1 as an exhibit to the Company's registration statement on Form S-3 (File No. 333-186335) (the "Registration Statement") and such exhibit is incorporated herein by reference to the Registration Statement.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits.

<b>Exhibit No.</b>	<b>Description</b>
12.1	Statement re: Computation of Ratios of Earnings to Fixed Charges.

**SIGNATURE**

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.

Date: February 12, 2013

**CULLEN/FROST BANKERS, INC.**

By: /s/ Phillip D. Green

Name: Phillip D. Green

Title: Group Executive Vice President

and Chief Financial Officer

**Exhibit No.**

**Description**

12.1

Statement re: Computation of Ratios of Earnings to Fixed Charges.