

CULLEN/FROST BANKERS, INC.

Form 8-K

March 10, 2017

**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): March 10, 2017**

**CULLEN/FROST BANKERS, INC.**

**(Exact name of registrant as specified in its charter)**

<b>Texas</b> <b>(State or other jurisdiction</b>	<b>001-13221</b> <b>(Commission</b>	<b>74-1751768</b> <b>(I.R.S. Employer</b>
<b>of incorporation or organization)</b>	<b>File Number)</b>	<b>Identification Number)</b>
<b>100 West Houston Street,</b>		<b>78205</b>

**San Antonio, Texas**  
**(Address of Principal Executive**  
**Offices)**

**(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**

Cullen/Frost Bankers, Inc. (the Company ) is filing this Current Report on Form 8-K to file the computation of its ratio of earnings to fixed charges and its ratio of earnings to fixed charges and preferred stock dividends for each of the five years from 2012 through 2016 as an exhibit that is incorporated by reference into its Registration Statement on Form S-3 (File No. 333-214987).

**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 and Earnings to Fixed Charges and Preferred Stock Dividends.

**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.

**CULLEN/FROST BANKERS, INC.**

Date: March 10, 2017

By: /s/ Jerry Salinas  
Name: Jerry Salinas  
Title: Group Executive Vice President and Chief  
Financial Officer

**EXHIBIT INDEX**

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