

INTERNATIONAL BANCSHARES CORP  
Form DEFA14A  
April 20, 2012

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of  
the Securities Exchange Act of 1934 (Amendment No. )

Filed by the Registrant  X

Filed by a Party other than the Registrant  O

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

International Bancshares Corporation  
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
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April 20, 2012

Dear Shareholder:

Once again, we are preparing for our **Annual Shareholders Meeting on Monday, May 21, 2012, at 5:00 PM.** We encourage everyone to **arrive no later than 4:30 p.m. to avoid delays.** The meeting will be held at IBC **s newest location, the IBC Annex Building at 2416 Jacaman Rd. Laredo, Texas 78041, across from the Laredo Energy Arena.**

In preparation for the meeting, I am enclosing the Annual Report to Shareholders containing financial statements audited by McGladrey & Pullen, LLP, as well as the formal Notice of Annual Meeting of Shareholders, Proxy Statement and a Proxy Card. The Proxy Card has been provided for the purpose of voting for the election of Directors and other issues to be presented at the meeting. **In order to have a quorum at the meeting, I urge you to complete and sign the Proxy Card and return it in the enclosed self-addressed envelope.**

I am happy with the results for 2011 considering the challenges we faced during these difficult economic times. Your company has not only had to deal with the adversity thrust on us by the recession, but has also had to manage through a very difficult regulatory period. Even facing these intense challenges, IBC produced solid results in 2011 as summarized below:

	2010		2011
Net Profits After Taxes	\$ 116,897,000	\$	113,869,000
Total Assets	\$ 11,943,469,000	\$	11,739,649,000
Return on Your Shareholders Equity	9.43%		8.71%
Book Value of Each of Your Common Shares	\$ 19.61	\$	21.83
Basic Earnings per Share - Adjusted for Dividends	\$ 1.72	\$	1.69

Since the beginning of the recession in 2008, your management team has been extremely focused on building strength throughout our system. We have been dedicated to improving the quality of our balance sheet, building our capital strength and maintaining our earnings performance. I am delighted to report that we have been successful with each of these initiatives. In fact, very few banks can report solid earnings throughout this crisis with our return on average assets exceeding 1% each year; a goal many banks hope for in good times.

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Your Board of Directors approved on March 22, 2012, a twenty cents (\$.20) per share cash dividend payable to all holders of common stock, \$1.00 par value, of record on April 2, 2012. **This cash dividend is enclosed with this mailing or it has been deposited directly to the account you have provided.** The Board supports this action because it believes that this cash dividend will add value to your shares and provide an additional incentive to hold the stock of IBC.

This is my 37th year of service to IBC. It has been a real joy leading a company that has been built around successful people ready to meet all the challenges we face in the industry. I m looking forward to sharing our success story at the annual meeting, so please make a special effort to attend, but in any event, **please return your Proxy Card as soon as possible in order that we may have the necessary votes recorded at the meeting.**

We will have a social time immediately following our business session to provide you an opportunity to visit with your staff and enjoy the afternoon. Just one last reminder, **the time of the meeting has been changed to 5:00 pm and it will be held at the IBC Annex Building on Jacaman Rd. This later hour will provide a more convenient time to visit and enjoy some food and beverages.**

Sincerely yours,

Dennis E. Nixon  
President

Enclosures

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