

INTERNATIONAL BANCSHARES CORP  
Form DEFA14A  
April 16, 2018

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

Filed by the Registrant

Filed by a Party other than the Registrant

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
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**INTERNATIONAL BANCSHARES CORPORATION**

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(Name of Registrant as Specified In Its Charter)

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

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April 16, 2018

My Fellow Shareholders:

Once again, we are preparing for our **Annual Shareholders' Meeting on Monday, May 21, 2018, 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 the **IBC Annex Building at 2416 Jacaman Rd. Laredo, Texas 78041**. In 2016, we celebrated our 50<sup>th</sup> anniversary and vowed to continue working hard to achieve another successful 50 years. I look forward to reporting the results of our efforts for 2017.

In preparation for the meeting, I'm enclosing the Annual Report to Shareholders containing financial statements audited by RSM US 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 on 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 extremely pleased with the results of 2017 which, I'm very happy to report, has been the best net income year in the history of IBC. We continued to maintain our focus on revenue performance and cost controls. With the enormous burden of Dodd-Frank regulations, and the stress on the economy, achieving superior results is extremely difficult. Excellence must be the objective to sustain our record of being a high performance bank. You have my commitment to keep that focus.

|   | 2016              | 2017              |
|---|-------------------|-------------------|
| Net Income available to Common Shareholders     | \$ 133,932,000    | \$ 157,436,000    |
| Total Assets                                    | \$ 11,804,041,000 | \$ 12,184,698,000 |
| Return on Your Shareholders' Equity             | 7.70%             | 8.62%             |
| Book Value of Each of Your Common Shares        | \$ 27.53          | \$ 29.28          |
| Basic Earnings per Share Adjusted for Dividends | \$ 2.03           | \$ 2.38           |

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, controlling expenses and maintaining strong earnings. I am happy to report that we have been successful with each of these initiatives, which is clearly reflected in the data above and in our Annual Report.

On March 16, 2018, your Board of Directors approved a thirty-three cents (\$.33) per share cash dividend payable to all holders of common stock, \$1.00 par value, of record on April 2, 2018. **This cash dividend is either enclosed with this mailing or has been deposited directly into the account you have provided.** The Board supports this action because it believes that this increased cash dividend will add value to your shares and will provide an additional incentive to hold the stock of IBC.

This is my 43<sup>rd</sup> year of service to IBC. We have reached milestones that fill all of us at IBC with a great deal of pride and joy in knowing that we have delivered exceptional performance for each shareholder and have continued our legacy as a successful community bank serving 88 towns and cities throughout Texas and Oklahoma, including our newest facility in Dallas, Texas. Community service is our mantra, and the pride of living our motto "**We do More**" every day in every market is what we strive to achieve.

We will have a social time immediately following our business session to celebrate and to provide you an opportunity to visit with your staff and enjoy the evening. Just one last reminder, **the meeting will begin promptly at 5:00 pm and it will be held at the IBC Annex Building on Jacaman Road. Please plan on arriving early in order to be assembled for the start of the meeting.**

Sincerely yours,

Dennis E. Nixon  
President

Enclosures