



International Bancshares Corporation




IBOC NASDAQ

Banks

Market Capitalization USD:

\$887.92 mm

CONCERN LEVEL: AVERAGE

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance. 
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years. 
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group.
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

CEO: Dennis E. Nixon

Age: 69

CEO Since: 1979

	2009	2010	2011
Base Salary	\$372,244	\$611,828	\$622,244
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$0	\$0	\$0
Benefits and Perquisites	\$215,571	\$218,811	\$219,307
TOTAL ANNUAL COMPENSATION	\$587,815	\$830,639	\$841,551
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$0	\$0	\$0
Stock Awards	\$250,000	\$400,000	\$400,000
TOTAL COMPENSATION	\$837,815	\$1,230,639	\$1,241,551
Median of Other Named Executive Officers Total Compensation	\$335,516	\$321,443	\$346,909
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$0	\$0	\$262,244
TOTAL REALIZED EQUITY COMPENSATION	\$0	\$0	\$262,244

Proxy Date: 20 Apr 2012

Annual Meeting Date: 21 May 2012

Equity Reserves: 1.28%

Stock Option Run Rate: 0.34%

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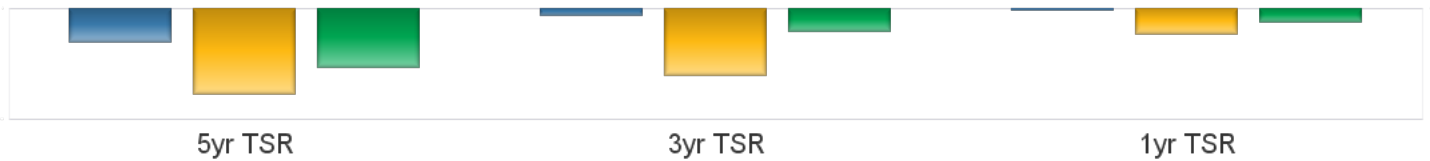
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Performance Comparison

■ S&P500 ■ Industry ■ IBOC



Peer Comparisons (TRBC) =Banks

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
IBOC	International Bancshares Corporation	\$837,815	\$1,230,639	\$1,241,551	\$887,922,268
ZION	Zions Bancorporation	\$1,373,352	\$1,806,768	\$2,197,399	\$2,595,009,697
TFSL	TFS Financial Corporation	\$4,359,053	\$3,244,812	\$1,882,444	\$2,507,634,622
HBHC	Hancock Holding Company	\$1,251,459	\$1,466,286	\$2,449,220	\$2,270,677,722
EWBC	East West Bancorp, Inc.	\$2,519,174	\$5,065,607	\$10,660,204	\$2,220,371,226
SBNY	Signature Bank	\$1,706,311			\$2,198,295,288
BKU	BankUnited, Inc.		\$2,495,698	\$2,438,781	\$2,019,008,298

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps. Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

Cullen/Frost Bankers, Inc., Prosperity Bancshares, Inc., Texas Capital Bancshares, Inc., and Comerica, Incorporated.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Daniel B. Hastings	Member	64	Male	12	Outside Related
Irvina Greenblum	Member	82	Male	31	Outside Related
Peaav J. Newman	Member	79	Female	15	Outside Related

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