

Severyn Carol Jean
Form 3
February 08, 2019

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Severyn Carol Jean

(Last) (First) (Middle)

100 WEST HOUSTON STREET

(Street)

SAN ANTONIO, TX 78205

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

01/30/2019

3. Issuer Name and Ticker or Trading Symbol

CULLEN/FROST BANKERS, INC. [CFR]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner

☒ Officer ____ Other

(give title below) (specify below)

GEVP and Chief Risk Officer

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting Person

____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock, \$0.01 par value

7,672

I

Through 401(k) Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)
or Indirect

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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| | | | | Shares | | (I) (Instr. 5) | |
|---|--------|------------|-----------------|--------|----------|-------------------|---|
| Employee Stock Option (right to buy) | Â (1) | 10/20/2019 | Common Stock | 1,250 | \$ 50.64 | D | Â |
| Employee Stock Option (right to buy) | Â (2) | 10/26/2020 | Common Stock | 2,500 | \$ 52.46 | D | Â |
| Employee Stock Option (right to buy) | Â (3) | 10/29/2023 | Common Stock | 3,850 | \$ 71.39 | D | Â |
| Employee Stock Option (right to buy) | Â (4) | 10/28/2024 | Common Stock | 5,000 | \$ 78.92 | D | Â |
| Employee Stock Option (right to buy) | Â (5) | 10/27/2025 | Common Stock | 2,500 | \$ 65.11 | D | Â |
| Restricted Stock Units | Â (6) | Â (6) | Common Stock | 860 | \$ (7) | D | Â |
| Restricted Stock Units | Â (8) | Â (8) | Common Stock | 708 | \$ (7) | D | Â |
| Restricted Stock Units | Â (9) | Â (9) | Common Stock | 897 | \$ (7) | D | Â |
| Restricted Stock Units | Â (10) | Â (10) | Common Stock | 508 | \$ (7) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Severyn Carol Jean 100 WEST HOUSTON STREET SAN ANTONIO, TX 78205 | Â | Â | Â GEVP and Chief Risk Officer | Â |

Signatures

/s/ Carol Jean
Severyn
02/08/2019

Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Vest 25% per year for four years from grant date of 10-20-2009 based on an original award quantity of 5,000 shares.
- (2) Vest 25% per year for four years from grant date of 10-26-2010 based on an original award quantity of 5,000 shares.
- (3) Vest 25% per year for four years from grant date of 10-29-2013.
- (4) Vest 25% per year for four years from grant date of 10-28-2014.
- (5) Vest 25% per year for four years from grant date of 10-27-2015 based on an original award quantity of 5,000 shares.

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- (6) Generally vest after four years from grant date of 10-25-2016.
- (7) Each restricted stock unit represents the right to receive one share of Cullen/Frost common stock.
- (8) Generally vest after four years from grant date of 10-24-2017.
- (9) Generally vest after four years from grant date of 10-23-2018.
- (10) Generally vest after four years from grant date of 02-01-2019.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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