



PROSPERITY —
BANCSHARES, INC.®

Investor Presentation

— **Fourth Quarter 2021** —



“Safe Harbor” Statement

Under the Private Securities Litigation Reform Act of 1995

“Safe Harbor” Statement under the Private Securities Litigation Reform Act of 1995: This presentation contains forward-looking statements within the meaning of the federal securities laws, including Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Forward-looking statements are typically, but not exclusively, identified by the use in the statements of words or phrases such as “aim,” “anticipate,” “estimate,” “expect,” “goal,” “guidance,” “intend,” “is anticipated,” “is expected,” “is intended,” “objective,” “plan,” “projected,” “projection,” “will affect,” “will be,” “will continue,” “will decrease,” “will grow,” “will impact,” “will increase,” “will incur,” “will reduce,” “will remain,” “will result,” “would be,” variations of such words or phrases (including where the word “could,” “may,” or “would” is used rather than the word “will” in a phrase) and similar words and phrases indicating that the statement addresses some future result, occurrence, plan or objective. Forward-looking statements include all statements other than statements of historical fact, including forecasts or trends, and are based on current expectations, assumptions, estimates and projections about Prosperity Bancshares and its subsidiaries. These forward-looking statements may include information about Prosperity’s possible or assumed future economic performance or future results of operations, including future revenues, income, expenses, provision for loan losses, provision for taxes, effective tax rate, earnings per share and cash flows and Prosperity’s future capital expenditures and dividends, future financial condition and changes therein, including changes in Prosperity’s loan portfolio and allowance for loan losses, future capital structure or changes therein, as well as the plans and objectives of management for Prosperity’s future operations, future or proposed acquisitions, the future or expected effect of acquisitions on Prosperity’s operations, results of operations, financial condition, and future economic performance, statements about the anticipated benefits of the proposed transaction, and statements about the assumptions underlying any such statement, as well as expectations regarding the effects of the COVID-19 pandemic on Prosperity’s operating income, financial condition and cash flows. These forward-looking statements are not guarantees of future performance and are subject to risks and uncertainties, many of which are outside of Prosperity’s control, which may cause actual results to differ materially from those expressed or implied by the forward-looking statements. These risks and uncertainties include but are not limited to whether Prosperity can: successfully identify acquisition targets and integrate the businesses of acquired companies and banks; continue to sustain its current internal growth rate or total growth rate; provide products and services that appeal to its customers; continue to have access to debt and equity capital markets; and achieve its sales objectives. Other risks include, but are not limited to: the possibility that credit quality could deteriorate; actions of competitors; changes in laws and regulations (including changes in governmental interpretations of regulations and changes in accounting standards); the possibility that the anticipated benefits of an acquisition transaction, are not realized when expected or at all, including as a result of the impact of, or problems arising from, the integration of two companies or as a result of the strength of the economy and competitive factors generally; a deterioration or downgrade in the credit quality and credit agency ratings of the securities in Prosperity’s securities portfolio; customer and consumer demand, including customer and consumer response to marketing; effectiveness of spending, investments or programs; fluctuations in the cost and availability of supply chain resources; economic conditions, including currency rate, interest rate and commodity price fluctuations; the effect, impact, potential duration or other implications of the COVID-19 pandemic; and weather. These and various other factors are discussed in Prosperity Bancshares’ Annual Report on Form 10-K for the year ended December 31, 2020, Quarterly Report on Form 10-Q for the period ended September 30, 2021 and other reports and statements Prosperity Bancshares has filed with the Securities and Exchange Commission (“SEC”). Copies of the SEC filings for Prosperity Bancshares may be downloaded from the Internet at no charge from <http://www.prosperitybankusa.com>.

Fourth Quarter Highlights

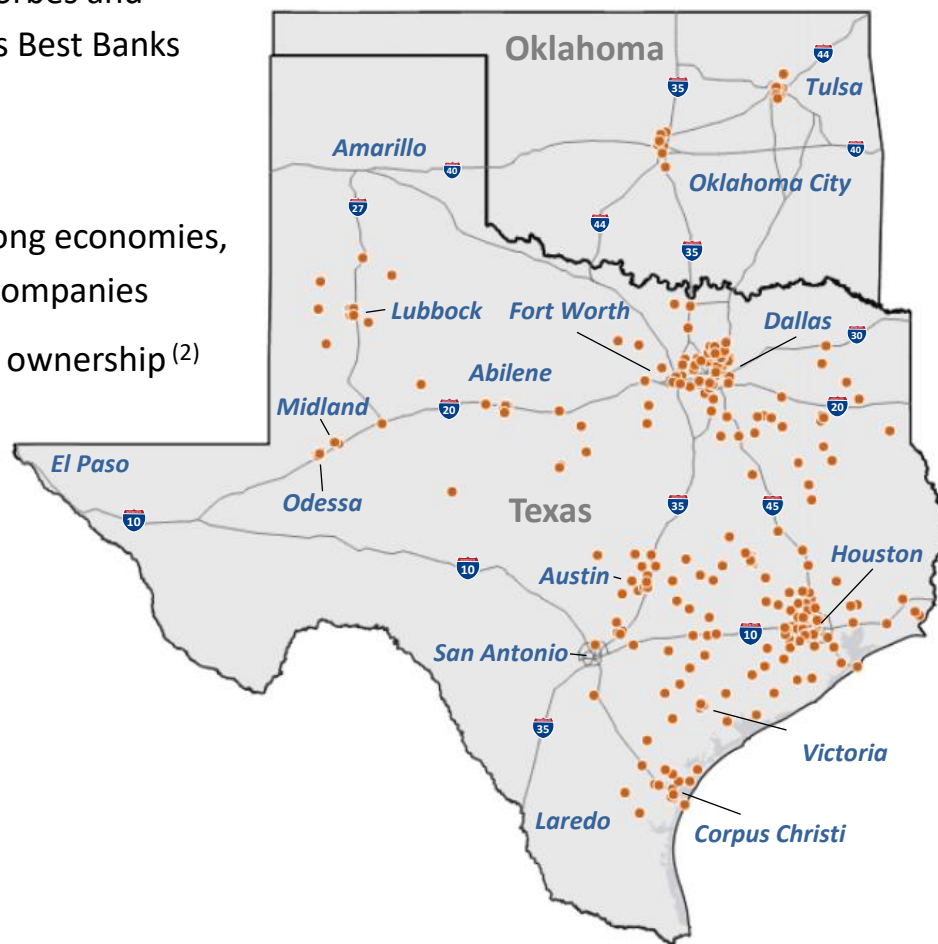
- Net income of \$126.8 million and earnings per share (diluted) of \$1.38 for three months ended December 31, 2021
- Assets of \$37.8 billion, total loans of \$18.6 billion, and deposits of \$30.8 billion at December 31, 2021
- Common equity tier 1 ratio of 15.10% and leverage ratio of 9.62% at December 31, 2021
- Loans, excluding Warehouse Purchase Program and SBA Paycheck Protection Program loans, increased 1.8% on an annualized basis during the fourth quarter 2021
- Deposits increased 17.9% on an annualized basis during the fourth quarter 2021
- Sound asset quality with annualized net charge-offs / quarterly average loans of 0.02%
- Nonperforming assets to average earning assets remain low at 0.09% or \$28.1 million for the fourth quarter 2021
- Allowance for credit losses on loans and on off-balance sheet credit exposure of \$316.3 million
- Allowance for credit losses to total loans, excluding Warehouse Purchase Program and SBA Paycheck Protection Program loans, of 1.72%
- Efficiency ratio of 42.8% for the fourth quarter 2021
- Declared cash dividend of \$0.52 for the first quarter 2021

Strong Presence in Texas and Oklahoma

- A Texas-based financial holding company with \$37.8 billion in total assets
- Ranked the 2nd Best Bank in America in 2021 by Forbes and has been ranked in the Top 10 of Forbes America's Best Banks since 2010
- Ranked #3 in deposit market share in Texas ⁽¹⁾
- Texas and Oklahoma continue to benefit from strong economies, and are home to 52 Fortune 500 headquartered companies
- Shareholder driven with 4.2% fully diluted insider ownership ⁽²⁾
- Successful completion of 43 acquisitions (whole bank, branch and failed bank transactions)

273 Full-Service Locations

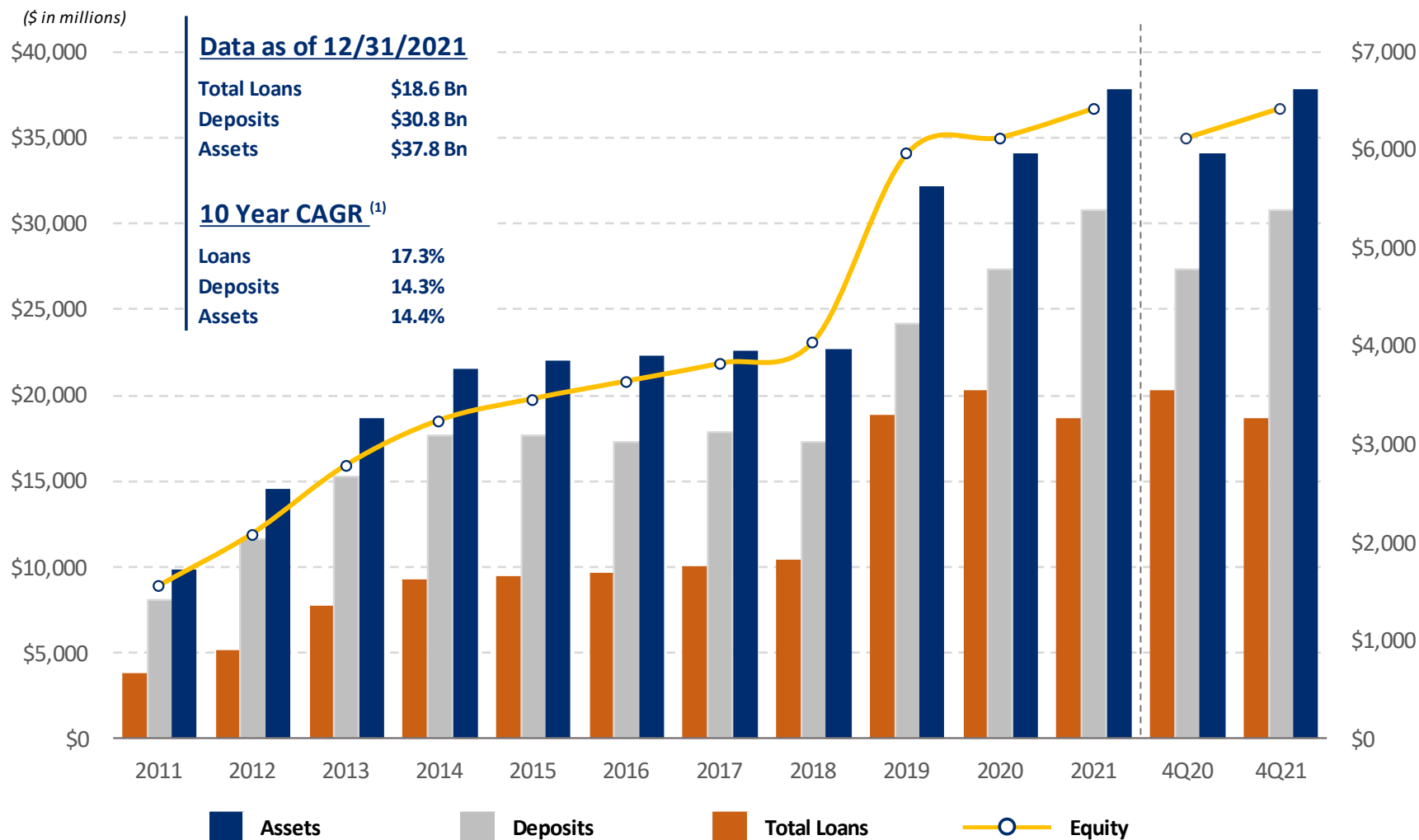
16	in Bryan/College Station Area
6	in Central Oklahoma Area
29	in Central Texas Area
63	in Dallas/Fort Worth Area
22	in East Texas Area
65	in Houston Area
30	in South Texas Area
8	in Tulsa Area
34	in West Texas Area



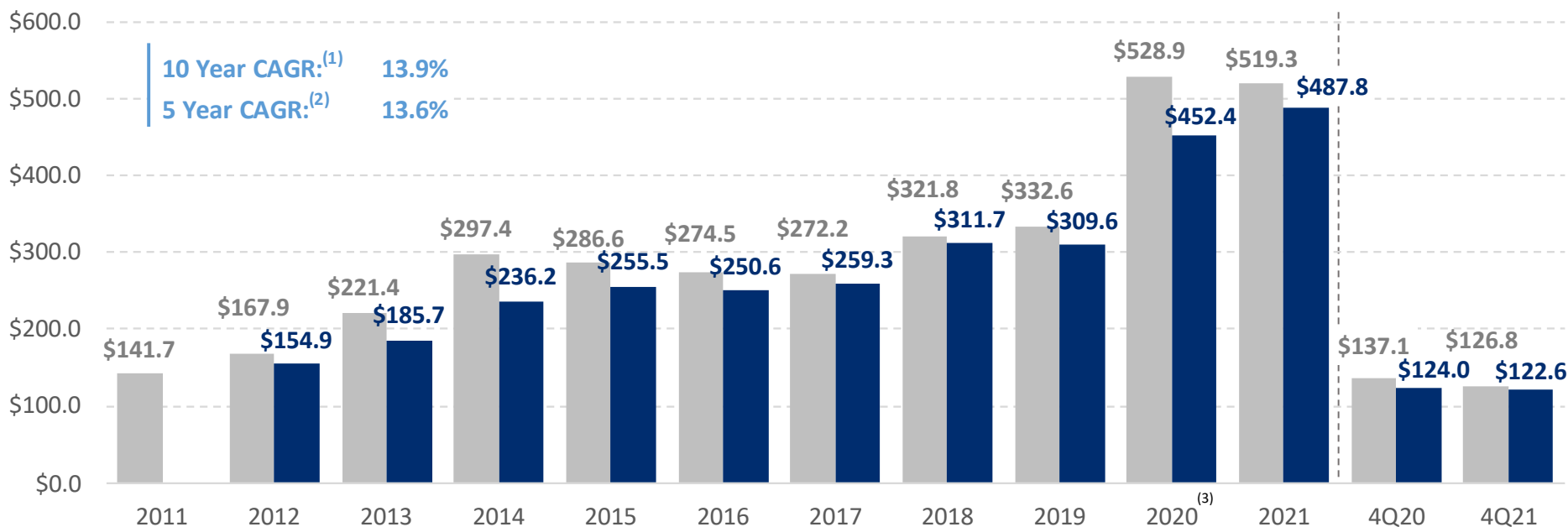
(1) Per FDIC; Includes Texas headquartered commercial banks; Deposits as of 6/30/2021

(2) Per proxy statement (Form DEF 14A) filed on 3/15/2021

Balance Sheet Summary



Net Income



Note: Net income includes the following (\$ in thousands)

Provision for Credit Losses	\$5,200	\$6,100	\$17,240	\$18,275	\$7,560	\$24,000	\$14,325	\$16,350	\$4,300	\$20,000	-	-	-
Loan Discount Accretion	-	\$26,413	\$62,723	\$95,875	\$52,122	\$38,970	\$21,906	\$13,909	\$28,045	\$91,341	\$39,278	\$16,059	\$5,366

Net Income

Net Income (Excluding Purchase Accounting Adjustments)

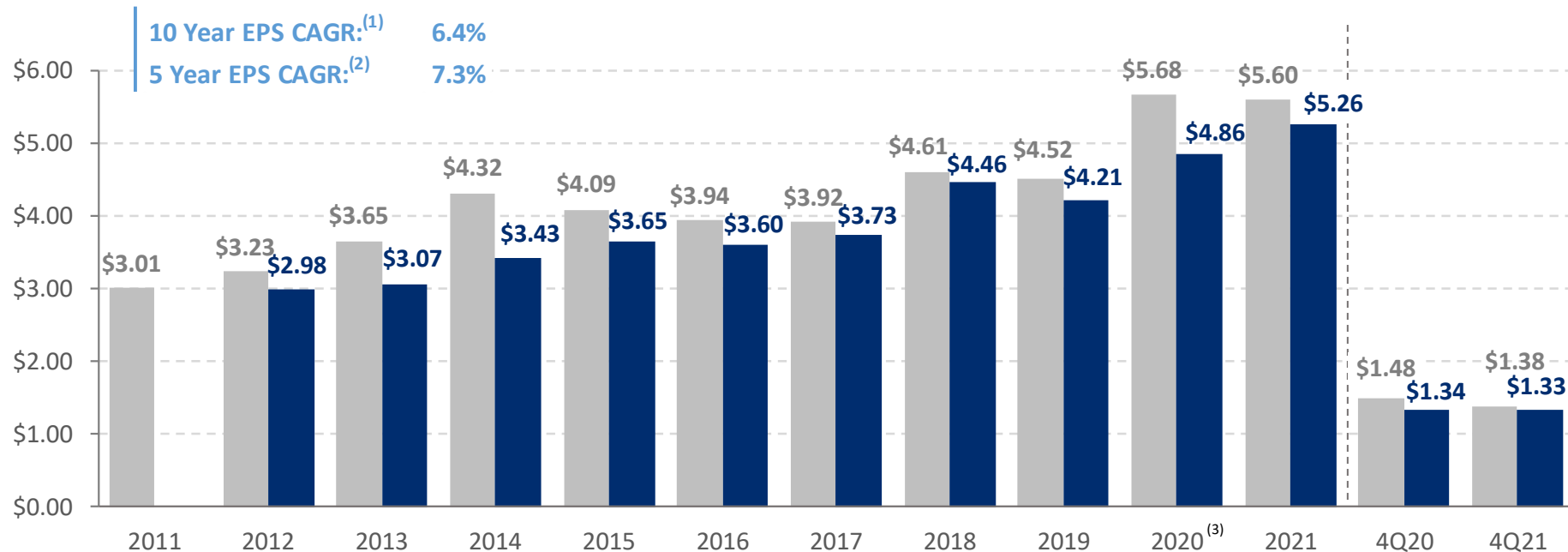
Source: Company Documents

(1) Represents the Compound Annual Growth Rate of net income from 12/31/2011 – 12/31/2021

(2) Represents the Compound Annual Growth Rate of net income from 12/31/2016 – 12/31/2021

(3) Includes NOL tax benefit of \$20.145 million related to the CARES Act

Earnings Per Share



Note: Net income includes the following (\$ in thousands)

Provision for Credit Losses	\$5,200	\$6,100	\$17,240	\$18,275	\$7,560	\$24,000	\$14,325	\$16,350	\$4,300	\$20,000	-	-	-
Loan Discount Accretion	-	\$26,413	\$62,723	\$95,875	\$52,122	\$38,970	\$21,906	\$13,909	\$28,045	\$91,341	\$39,278	\$16,059	\$5,366

EPS

Core EPS (Excluding Purchase Accounting Adjustments)

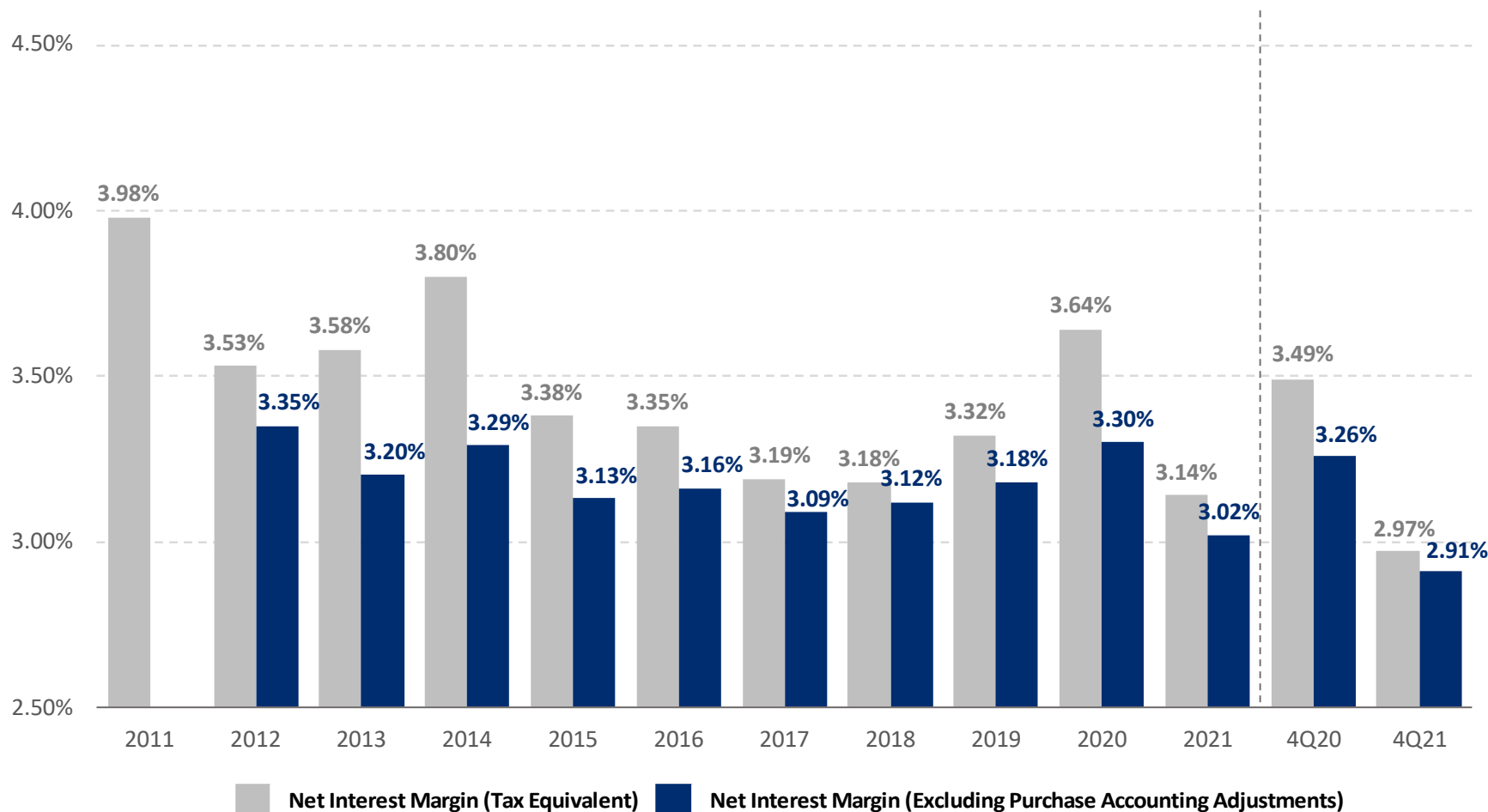
Source: Company Documents

(1) Represents the Compound Annual Growth Rate for EPS from 12/31/2011 – 12/31/2021

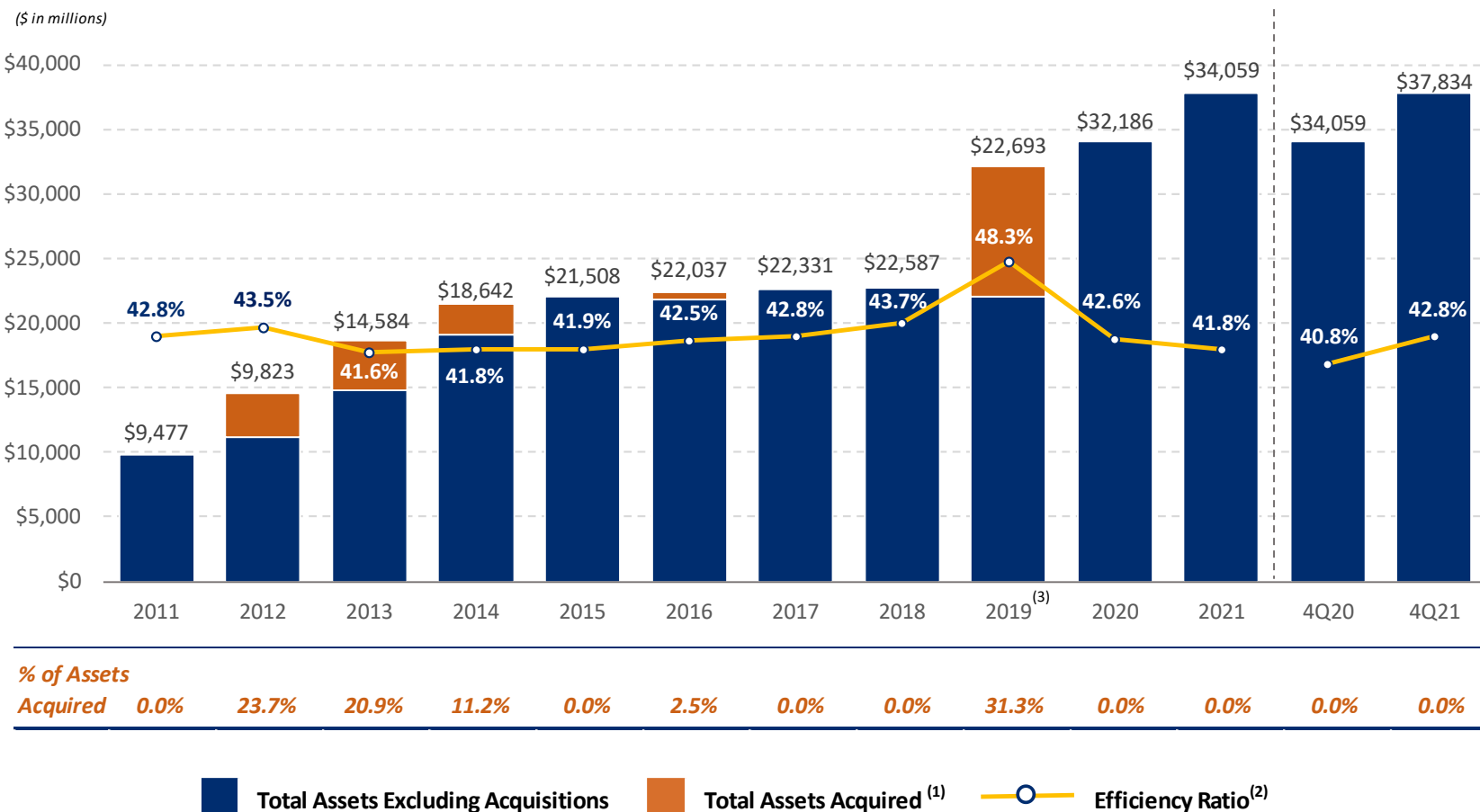
(2) Represents the Compound Annual Growth Rate for EPS from 12/31/2016 – 12/31/2021

(3) Includes NOL tax benefit of \$20.145 million related to the CARES Act

Net Interest Margin



Acquisitions & Efficiency Ratio



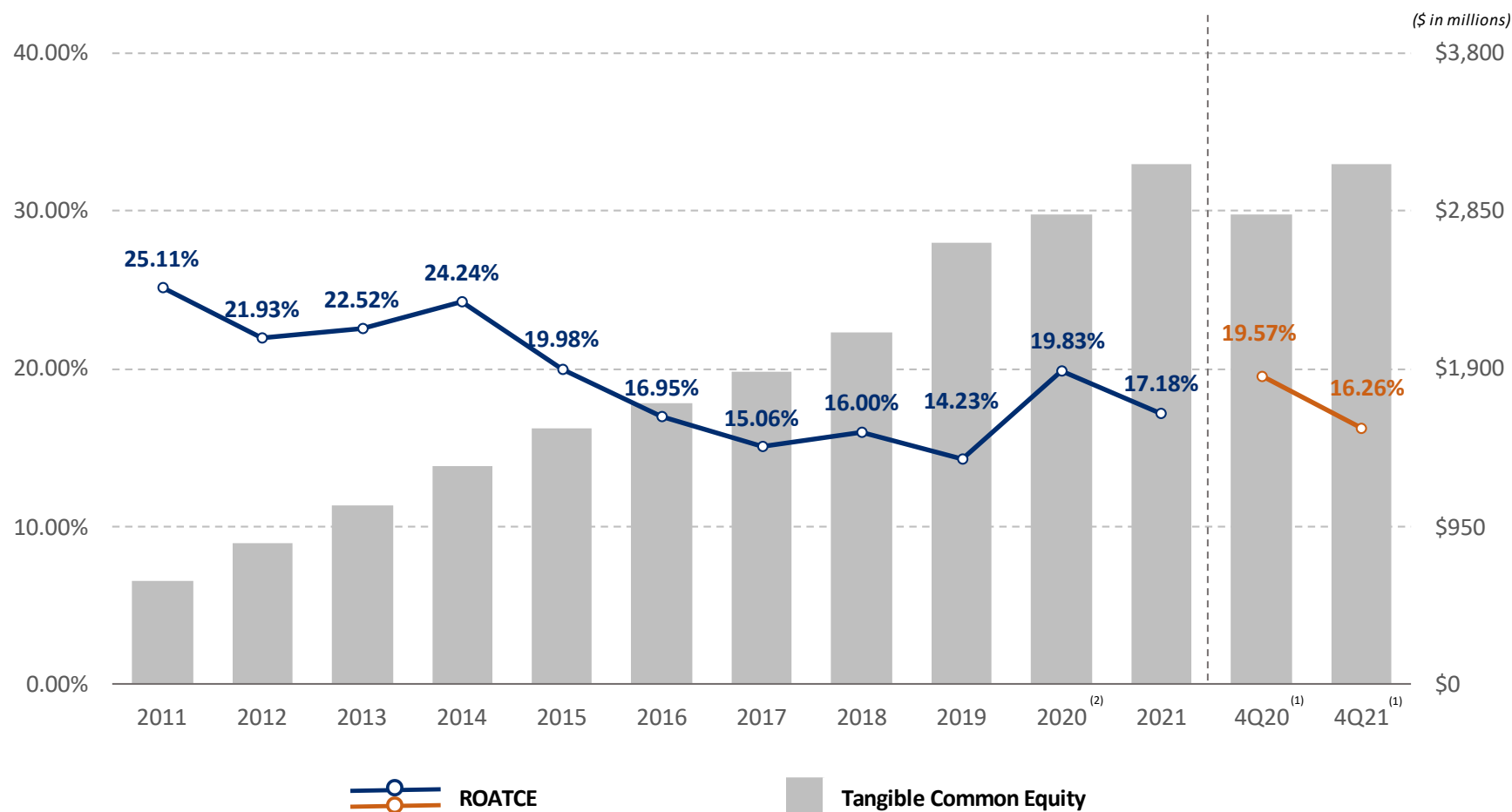
Source: Company Documents

(1) Representative of target assets at closing

(2) Calculated by dividing total noninterest expense, excluding credit loss provisions, by net interest income plus noninterest income, excluding net gains and losses on the sale or write down of assets and securities. Additionally, taxes are not part of this calculation.

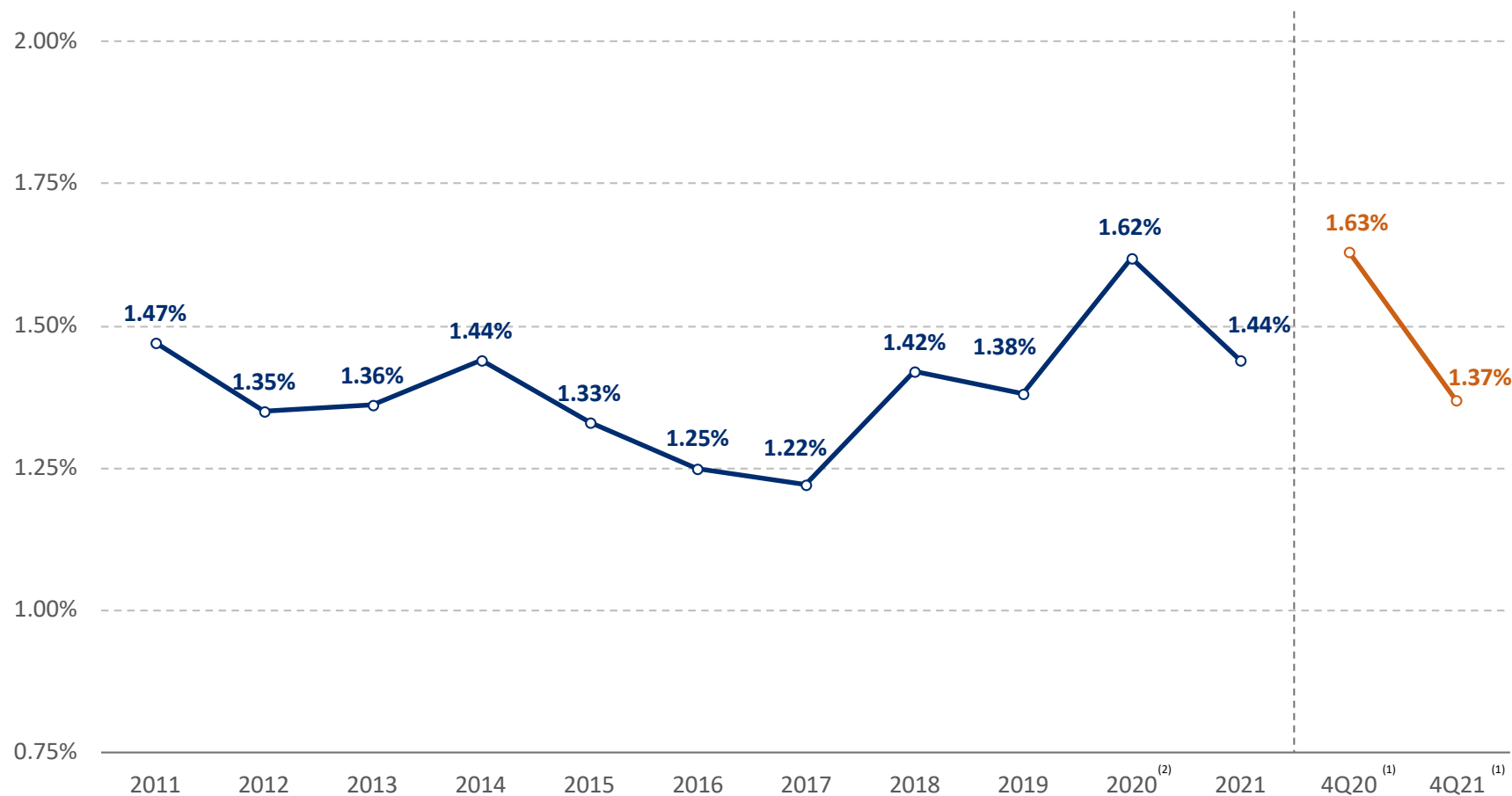
(3) Ratio impacted by the merger with LegacyTexas Financial

Return on Average Tangible Common Equity



(1) Interim periods shown on an annualized basis
 (2) Includes NOL tax benefit of \$20.145 million related to the CARES Act

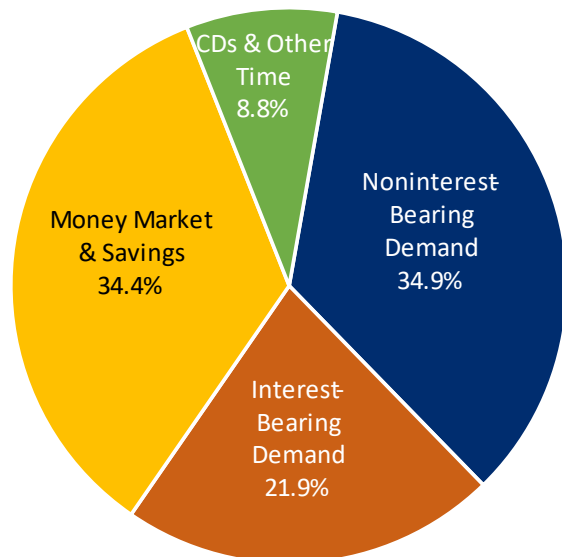
Return on Average Assets



(1) Interim periods shown on an annualized basis
(2) Includes NOL tax benefit of \$20.145 million related to the CARES Act

Deposit Composition

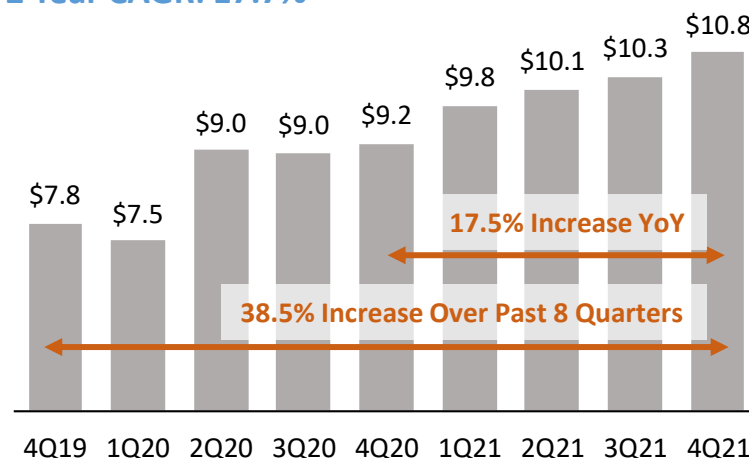
As of December 31, 2021
(\$ in millions)



	\$mm	Cost (%) ⁽¹⁾
Noninterest-Bearing Demand	\$10,750	0.00%
Interest-Bearing Demand	\$6,741	0.14%
Money Market & Savings	\$10,581	0.15%
CDs & Other Time	\$2,700	0.38%

Noninterest-Bearing Deposit Growth

2 Year CAGR: 17.7%⁽²⁾



Total Deposits: \$30.8Bn

Total Cost of Deposits: 0.12%⁽¹⁾

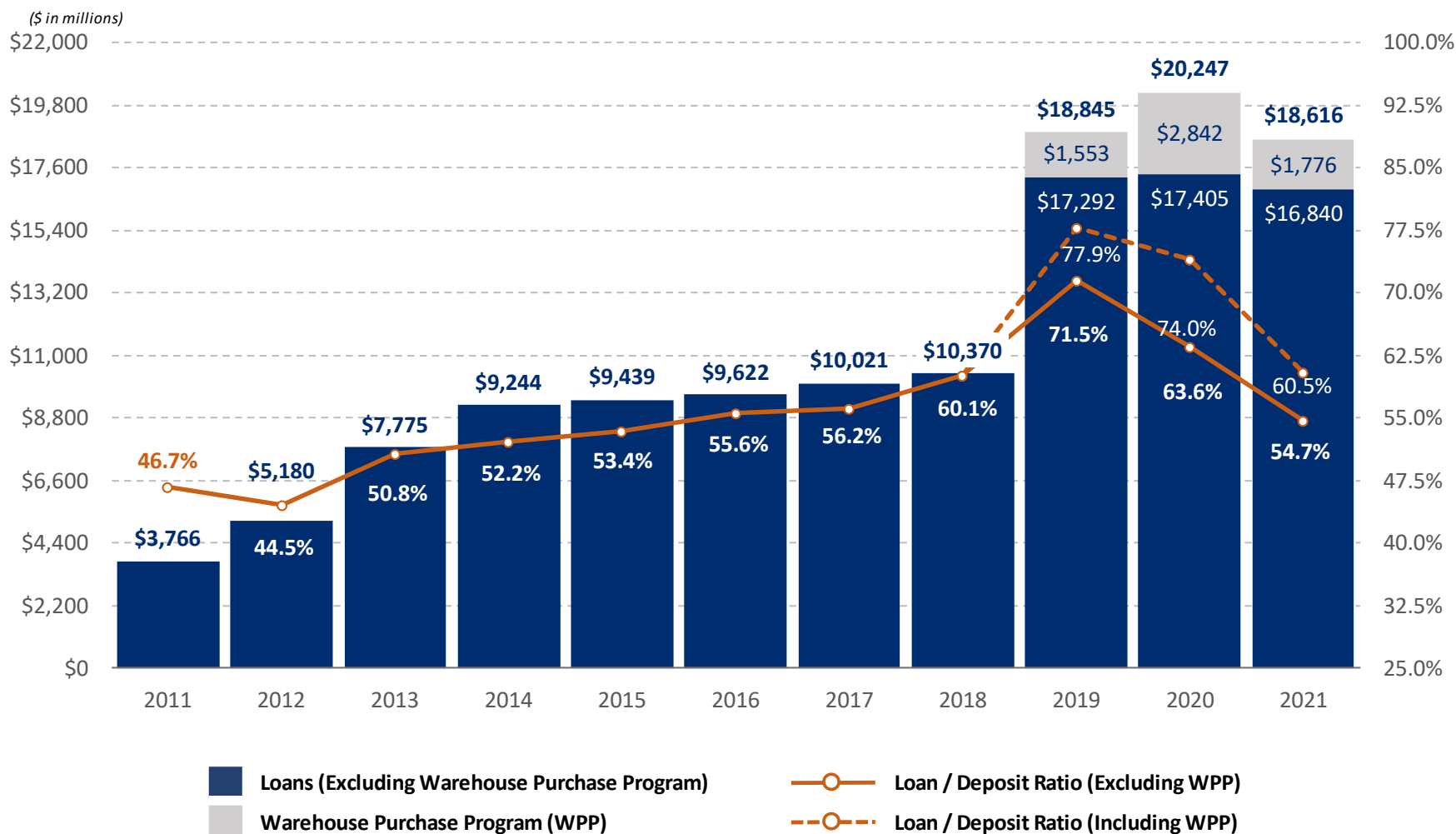
Cost of Interest-Bearing Deposits: 0.18%⁽¹⁾

Source: Company Documents

(1) Data for the three months ended December 31, 2021

(2) Represents the Compound Annual Growth Rate of noninterest-bearing deposits from 4Q 2019 – 4Q 2021

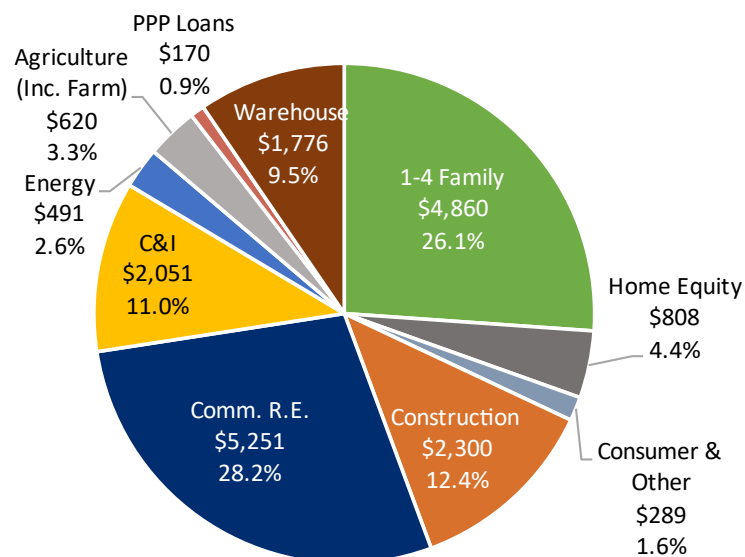
Loan Growth



Loan Portfolio Overview

As of December 31, 2021
(\$ in millions)

Loan Portfolio by Category & Geography



Loans By Area

	Amount ⁽²⁾⁽⁴⁾	% of Total
Bryan / College Station	\$697	4.2%
Central Oklahoma	\$628	3.8%
Central Texas	\$1,941	11.6%
Dallas / Ft. Worth	\$6,316	37.7%
East Texas	\$577	3.4%
Houston	\$3,681	22.0%
South Texas	\$1,358	8.1%
Tulsa	\$570	3.4%
West Texas	\$984	5.9%

Source: Company Documents

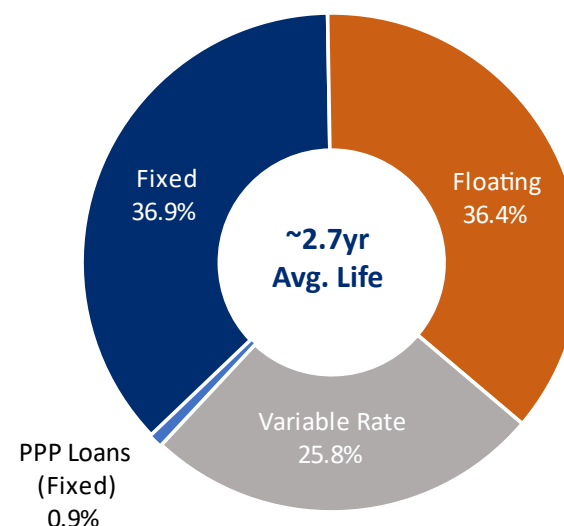
(1) Data for the three months ended December 31, 2021

(2) Excludes \$88 million in loans assigned to the Corporate Group

(3) Core yield excludes purchase accounting adjustments

(4) Excludes Warehouse Purchase Program (WPP) loans

Loans by Rate Structure



Total Loans: \$18.6Bn

Loans HFI (Excl. WPP): \$16.8Bn

Yield on Total Loans: 4.40%⁽¹⁾

Yield on Loans HFI (Excl. WPP): 4.53%⁽¹⁾

Core Yield on Loans HFI (Excl. WPP): 4.40%⁽¹⁾⁽³⁾

Loan Portfolio Detail

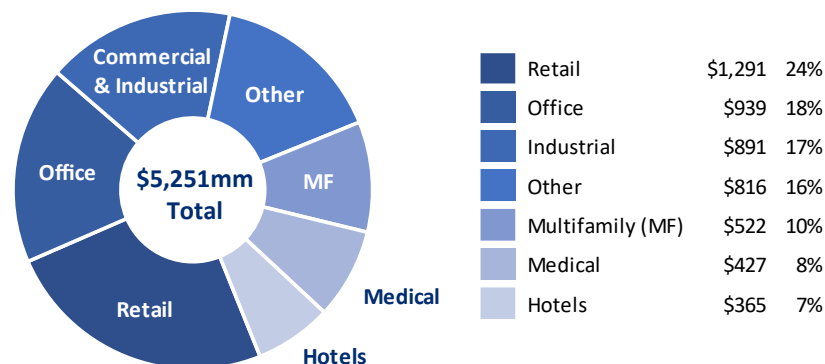
As of December 31, 2021
(\$ in millions)

Portfolio Commentary

- 32% of commercial real estate is owner occupied
- CRE and construction loans conservatively underwritten to cost of collateral
- Hotel loans equal to ~2% of total loans
- Restaurant loans equal to ~1% of total loans

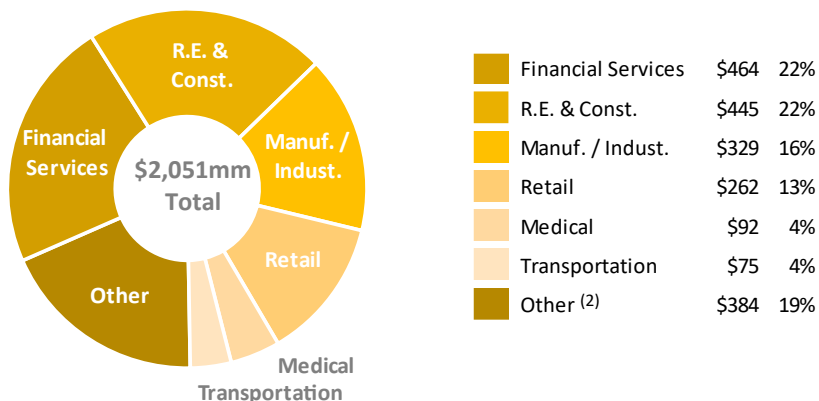
Commercial Real Estate Detail

(\$ in millions)



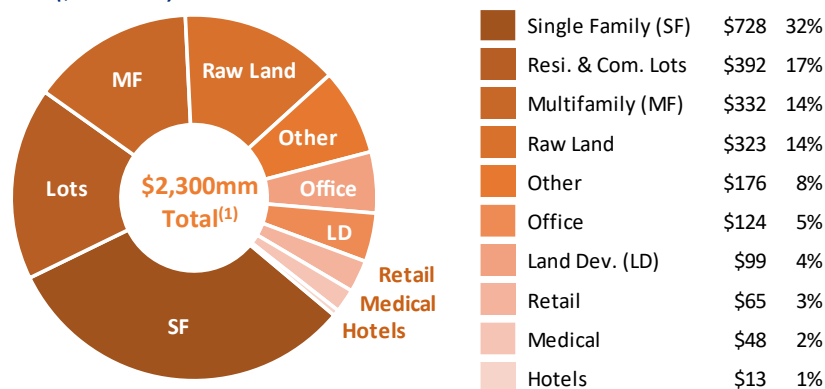
C&I Detail (Excluding Energy Loans)

(\$ in millions)



Construction Detail

(\$ in millions)



Source: Company Documents

(1) Total includes a net unaccreted discount of (\$16,000) not shown in graph

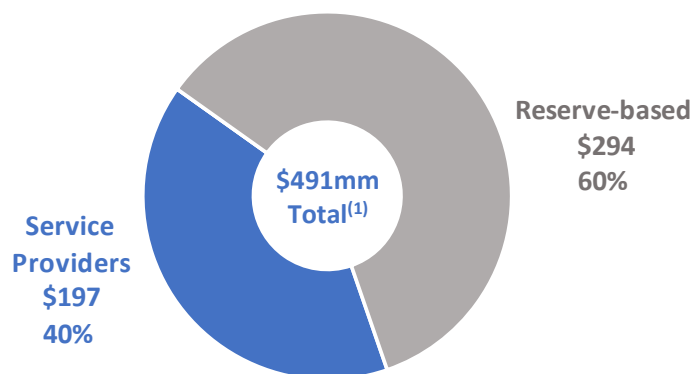
(2) Includes State & Political loans

Energy Portfolio Detail

As of December 31, 2021
(\$ in millions)

Energy Detail - Outstanding Balance

(\$ in millions)

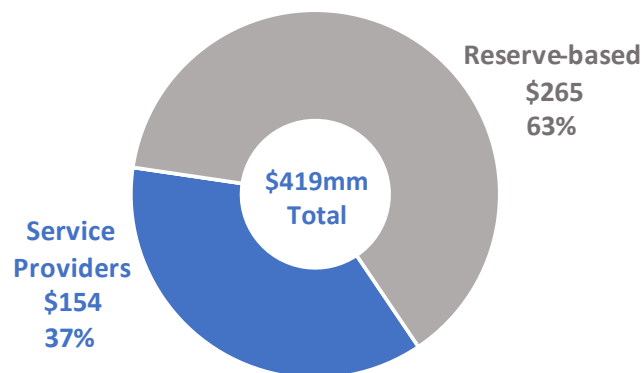


Portfolio Commentary

- Total energy loan loss reserves of 4.6%, or \$22.8 million (excluding fair value marks)⁽¹⁾
- \$19.9 million, or 4.1% of energy loans, are subject to fair value marks of \$0.8 million in addition to general and specific loan loss reserves
- Portfolio company-led with no Shared National Credits (SNC)
- Portfolio focused on lending on proven producing reserves and therefore not dependent on ongoing development
- Acquired oil portfolio is 89.0% hedged during 2022 at a weighted average price of \$41.93 and 41.6% hedged during 2023 at a weighted average price of \$48.27
- Acquired gas portfolio is 56.3% hedged during 2022 at a weighted average price of \$2.81 and 42.4% hedged during 2022 at a weighted average price of \$2.59

Energy Detail - Unfunded Commitments

(\$ in millions)

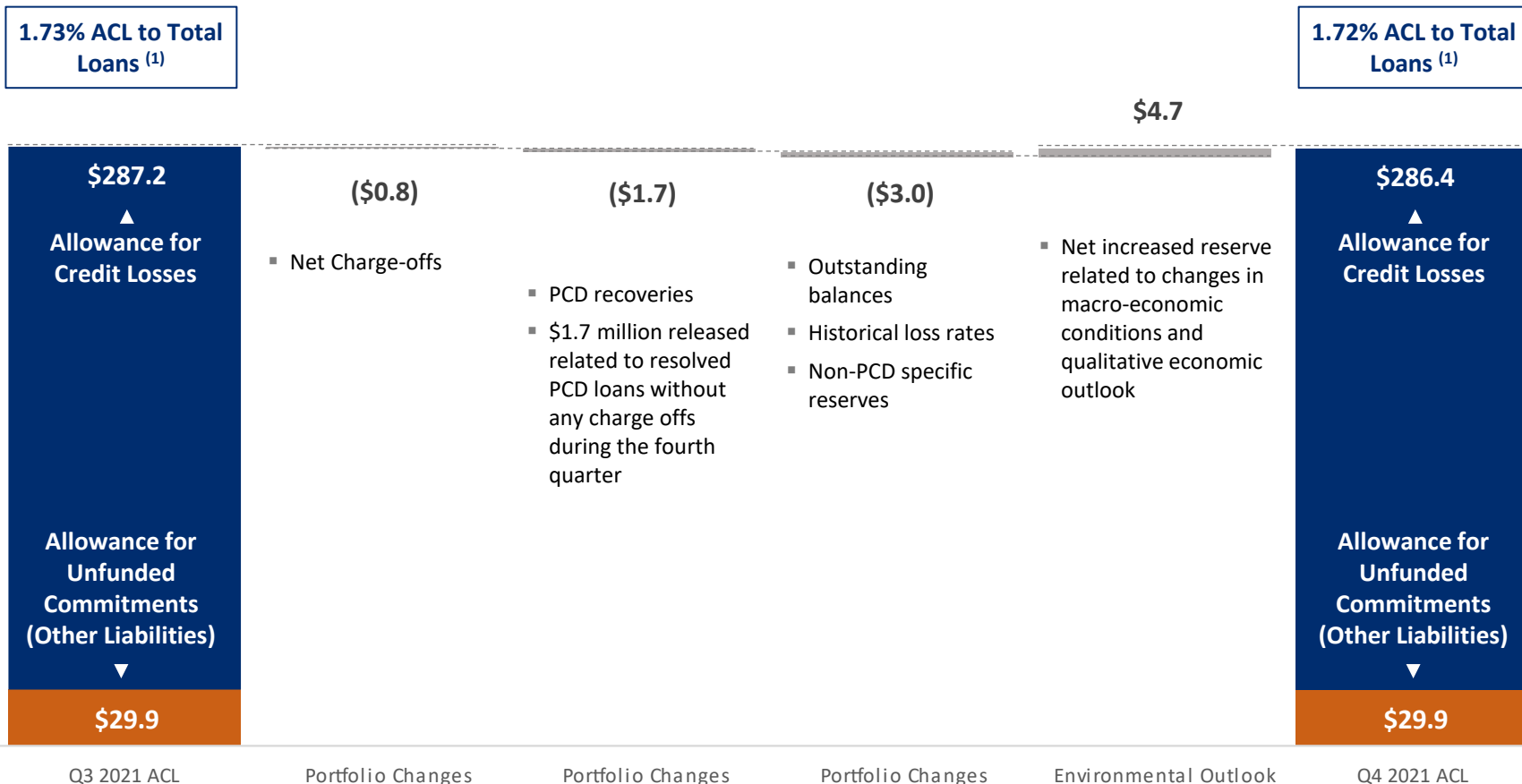


Source: Company Documents

(1) Amount shown net of discount related to purchase accounting; Excludes PPP loans

Changes to Allowance for Credit Losses

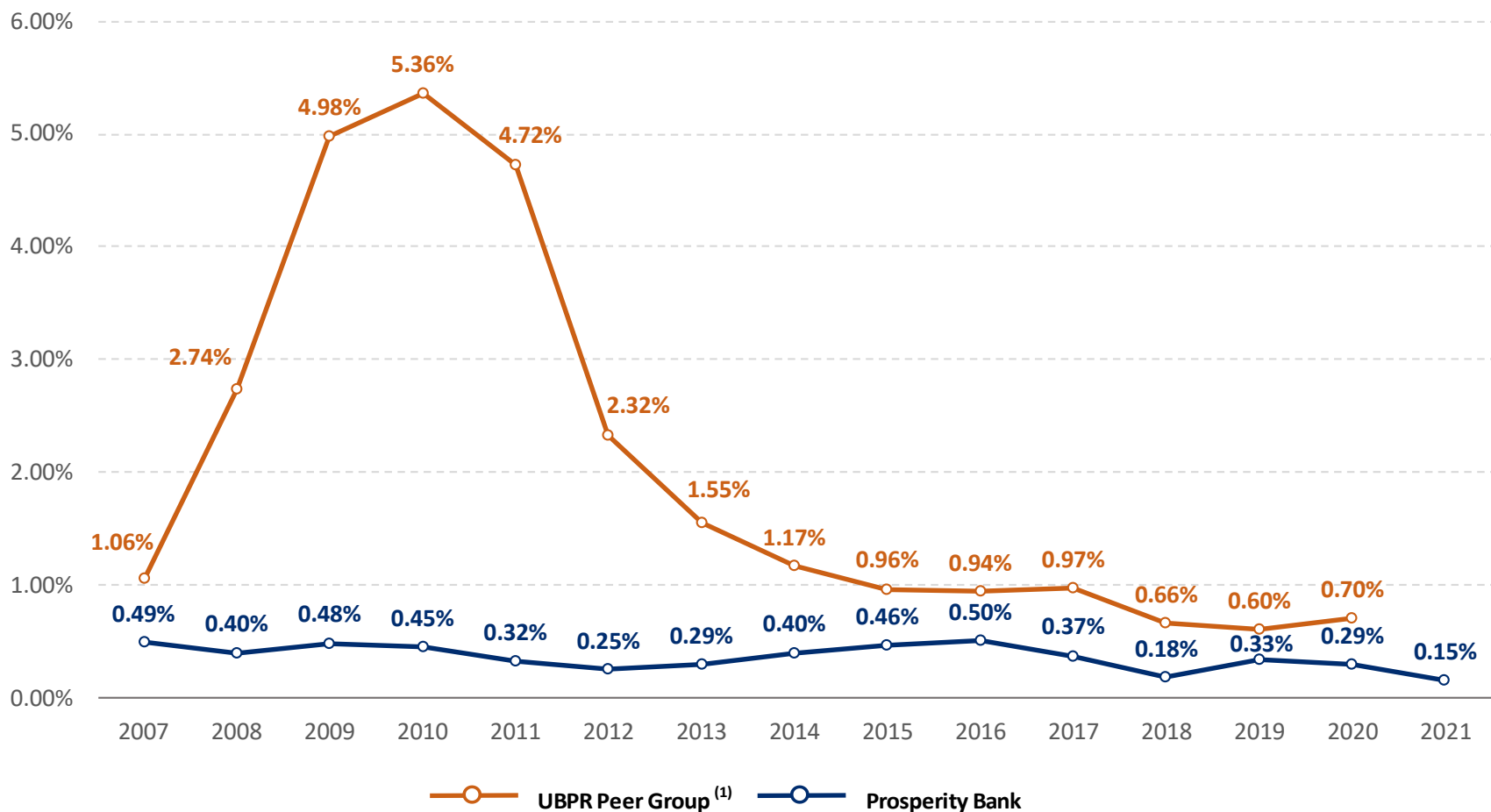
(\$ in millions)



(1) Excludes Warehouse Purchase Program (WPP) and SBA Paycheck Protection Program (PPP) loans

Asset Quality

NPA's / Loans + OREO



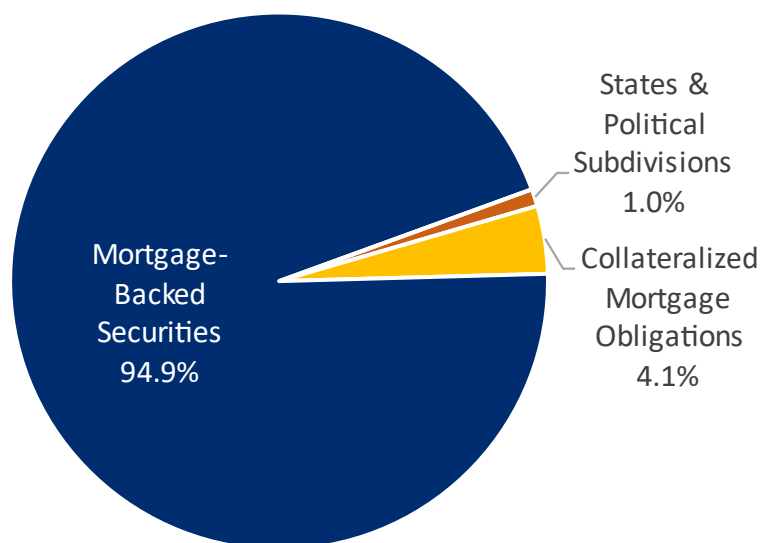
Source: Company Documents & Uniform Bank Performance Report

Note: NPAs include loans past due 90 days and still accruing

(1) UBPR = Uniform Bank Performance Report; Peer Group 2 (94 banks) – Insured commercial banks having assets between \$10 billion and \$100 billion

Securities Portfolio Detail

As of December 31, 2021
(\$ in millions)



96.0% Held to Maturity
4.0% Available for Sale

	\$mm
Mortgage-Backed Securities	\$12,161
Collateralized Mortgage Obligations	\$523
States & Political Subdivisions	\$133

Total Securities: \$12.8Bn

Yield on Securities: 1.46%⁽¹⁾

Duration: ~4.2 Yrs.⁽²⁾

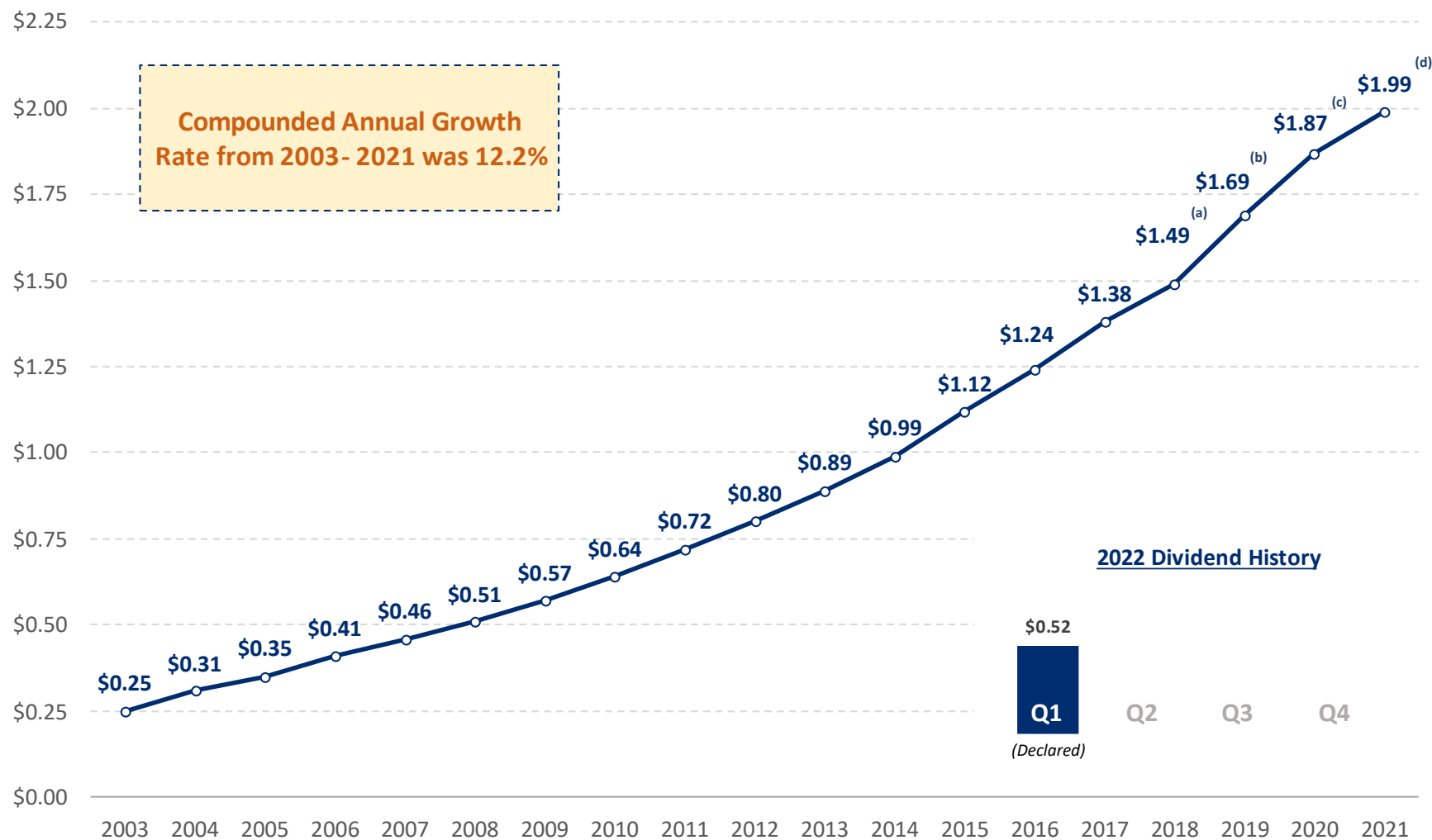
Avg. Yearly Cash Flow: ~\$2.3Bn

Source: Company Documents

(1) Data for the three months ended December 31, 2021

(2) Effective duration +300bps shown; Effective duration -300bps equal to 0.5 years; Weighted average life equal to 4.2 years

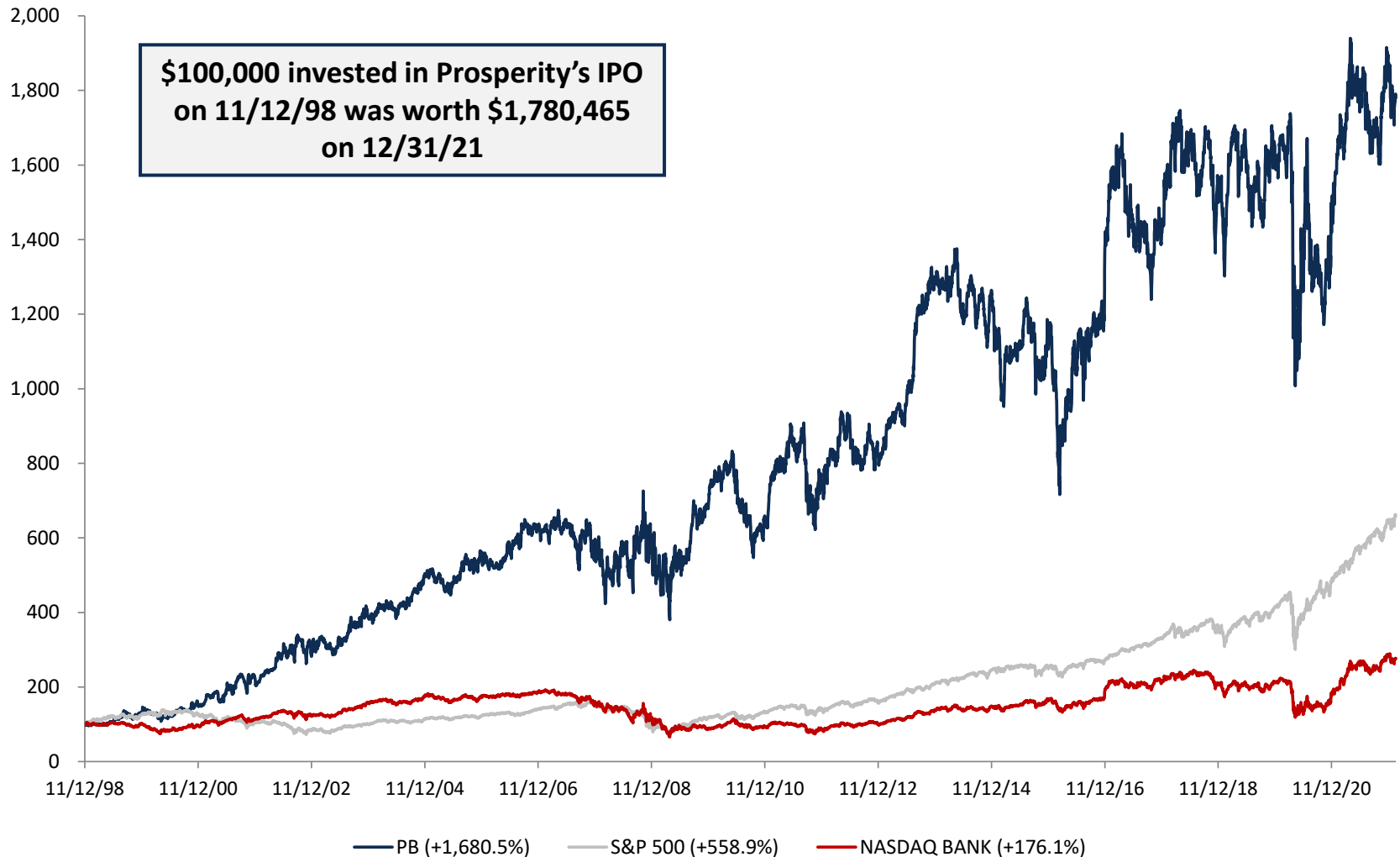
Dividend History



(a) 2018 dividend consists of \$0.36 per share declared in 1Q 2018, 2Q 2018, 3Q 2018 and \$0.41 per share declared in 4Q 2018
 (b) 2019 dividend consists of \$0.41 per share declared in 1Q 2019, 2Q 2019, 3Q 2019 and \$0.46 per share declared in 4Q 2019
 (c) 2020 dividend consists of \$0.46 per share declared in 1Q 2020, 2Q 2020, 3Q 2020 and \$0.49 per share declared in 4Q 2020
 (d) 2021 dividend consists of \$0.49 per share declared in 1Q 2021, 2Q 2021, 3Q 2021 and \$0.52 per share declared in 4Q 2021

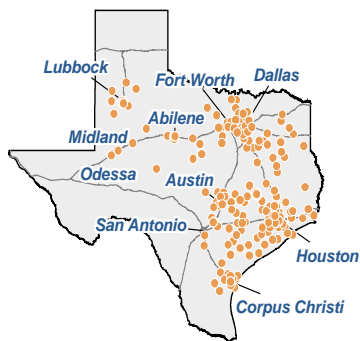
Total Return Performance

IPO (November 12, 1998) to December 31, 2021



Presence in Fast-Growing Markets

Positioned in Strong Markets



- Today, Texas is the 2nd largest state in the U.S by population with over 29 million residents
- Ranked #3 on the Fortune 500 list with 49 headquartered companies in 2021
- Ranked #1 state for business for the 9th consecutive time by U.S. corporate executives in an International Economic Development Council survey



- Oklahoma City and Tulsa MSAs comprise over 50% of the state's population
- Oklahoma is home to three of the 2021 Fortune 500 Companies
- Top 4 state for production of natural gas, net electricity generation from wind, and production of crude oil
- Oklahoma is one of the top 5 producers of wheat in the United States

Top 10 Fastest Growing MSAs in the U.S. ⁽¹⁾

Metropolitan Statistical Area	Prosperity Presence	Prosperity Deposits (\$mm)	2022 - 2027 Population Growth
Salt Lake City, UT			7.0%
Austin-Round Rock-Georgetown, TX	✓	\$1,401	6.9%
Seattle-Tacoma-Bellevue, WA			6.5%
San Antonio-New Braunfels, TX	✓	\$493	6.1%
Nashville-Davidson--Murfreesboro--Franklin, TN			6.1%
Houston-The Woodlands-Sugar Land, TX	✓	\$6,444	6.0%
Dallas-Fort Worth-Arlington, TX	✓	\$8,335	5.9%
Orlando-Kissimmee-Sanford, FL			5.6%
Las Vegas-Henderson-Paradise, NV			5.6%
Denver-Aurora-Lakewood, CO			5.5%

- Presence in the top four fastest growing MSAs in the United States

Corporate Relocations to Texas

Corporate Relocations to Texas (2004 – Present)

California

Aatonomy
AccentCare
Active Networks
AEND Industries, Inc.
AECOM
The Allen Group, Inc.
Allied Electronic Recycling
AllyMe Group, Inc.
ALL-Q-TELL Corp.
Amazing Magnets
AmeriFlight LLC
Aviat Networks, Inc.
Banker's Toolbox, Inc.
Boreland Software Corporation
Caliber Collision Centers
Calpine
CCRA Travel Solutions
Channell Commercial Corp.
CompassLearning
Consolidated Electrical Distributors
Copart (CPRT)
Core-Mark
Daegis, Inc. (DAEG)
DASAN Zhong Solutions, Inc.
D&G
Digital Realty
Dimensional Fund Advisors
DMX MUSIC, Inc.
DynaPump, Inc.
EDM Laboratories
Epicore Software Corporation
Farmer Brothers (FARM)
Finical, Inc.
Firefly Space Systems
First Foundation, Inc.
Fluor Corporation (FLR)
Freebirds World Burrito
Fonality
Green Dot
Glenmount Global Solutions
Harmonite
Hewlett Packard Enterprise
HID Global
Hutto
Ironclad Performance Wear Corp.
Jacobs Engineering
Jamba Juice Company
Kubota
Liberty Fitness Holdings, LLC
loanDepot, LLC
Marco Fine Arts
MC Endavors, Inc. (MSMY)
McKesson Corp (MCK)
MDB Capital
Mitrarech
Monkey Sports Inc.
MTV Transportation
Occidental Petroleum (OXY)
OmniTracs
Oracle Corporation
OriginClear, Inc.
Pacific Union Financial
Pain Therapeutics (PTIE)
Primoris Services Corporation (PRIM)
Quality Custom Distribution Services, Inc.
QuestionPro Inc.
R2sonic
Red Mango, Inc.
Revlonics, Inc.
Rifle Gear
Right On Brands, Inc.
Sanyo Energy
Sionix Corp. (SINOX)
Solera Holdings (SLH)
Superconductor Technologies (SCON)
Telmar Network Technology, Inc.
Tenet Healthcare (THC)
Tesla, Inc. (TSLA)
ThermaSol
Toyota USA (TM)
Trend Micro (TYO.4704)
Vendor Resource Management
Vermillion, Inc. (VRML)
Visual Numerics
W3global
Waste Connections, Inc. (WCN)
WebSense
Xeris Pharmaceuticals

Washington

LifeLast, Inc.
National Scooter Co.
Promethean Energy Company

Oregon

Socati Corp.
Crowdstreet, Inc.

Nevada

CoreSpace

Arizona

Quest Resource Holdings Corp. (QRHC)

Colorado

Cagney Global Logistics
Global Clean Energy, Inc. (GCEI)
Heartland Oil & Gas Corp.
Magpul Industries
Par Petroleum Corporation (PARR)
Quovadx
Sun River Energy, Inc. (SNRV)

Montana

VIZn

Canada

Absolute Software (ABT)
Bio-Solutions Corp (BISU)
Direct Energy
Mitel Corp (MITL)
QI Systems Inc.
MoneyGram (MGI)
Speed Commerce

Kansas

Alco Stores (ALCS)
Layne Christensen Co. (LAYN)
Lulu's Desert Corp
Enerlex Resources, Inc.

Nebraska

Heartland Automotive Services

Oklahoma

Casedhole Solutions, Inc.
CITGO Petroleum Corp
Global Power Equipment Group
Hilti North America
LinkAmerica
NATCO Group, Inc.
Petrohawk Energy Corp
Ring Energy, Inc. (REI)
Soalr Winds (SWI)
Trinity Hospice Inc.

Minnesota

American Environmental Energy, Inc. (AEEI)
EmpowerMX
LecTec Corp.
Enerlex Resources, Inc.
Ottobock Healthcare
MoneyGram (MGI)
Resideo Technologies Inc.
Speed Commerce

Illinois

BL Restaurant Group
Eielko
Ferris Manufacturing
MedMark Services, Inc.
Mondolith Technology Hldgs, LLC
Neovia Logistics
RMG Networks (RMGN)
Schumacher Electric
State Farm
SolarBridge Technologies, Inc.
Top Golf
Boeing (Global Services Business)
Great Lakes Dredge & Dock Corporation

Missouri

Kupper Parker Comm.
PotentialMetrics
Emerson Process Management

Arkansas

Golden Living
US Rare Earths Inc. (UREE)
Murphy Oil Corporation (MUR)

Louisiana

Bristow Group, Inc. (BRS)
EPL Oil & Gas, Inc.
Fluence Analytics
NGC Transmission

Michigan

Comerica (CMA)
Cambium Learning (ABCD)

Pennsylvania

Big Brothers Big Sisters
Hyllion
Linn Energy, LLC (LINE)
MPOWER Mobile
Union Drilling, Inc.

Ohio

Covington Group, Inc.
Robbins & Myers
CyrusOne (CONE)
Victory Capital

Washington D.C.

EF Johnson Technologies, Inc.

New York

American Locker Group Inc. (ALGI)
DataTreasury Corp
Fiesta Restaurant Group (FRGI)
Greatbatch (GB)
HMS Holdings (HMSY)
Six Flags Entertainment (SIX)
Signature Systems Group
Visionworks of America
JP Morgan (6,000 workers)
Banorte-Ixe Securities International, LTD

Massachusetts

Cimarex Novasoft
Circor Energy (CIR)
InvenSys Process Systems
Liberty Mutual
NTT Data Inc. (TYO.9613)
VCE Corp.
Raytheon

Connecticut

Accudyne Industries
iCall Inc.
TradeCapture Inc.

New Jersey

Ameriflex
CVE Technology
Compares USA
Creston Electronics
Honeywell PMT

Maryland

Broadwing Corp.
Hanger Inc. (HGR)
Geico Insurance Division
SG LLC

Virginia

Capital One

North Carolina

Dex Media (DXM)

Georgia

Cyntech Technologies (CYNT)
NYLO Hotels

Alabama

Torchmark Corporation (TMK)
Zoes Kitchen (ZOES)

Florida

CCS Medical
DreamVision
iWorld Projects & Systems, Inc. (IWPS)
Likewise
Optym
PGA of America
Puget Technologies, Inc. (PUGE)
SoftServe
QSAM Biosciences

Houston Market Highlights

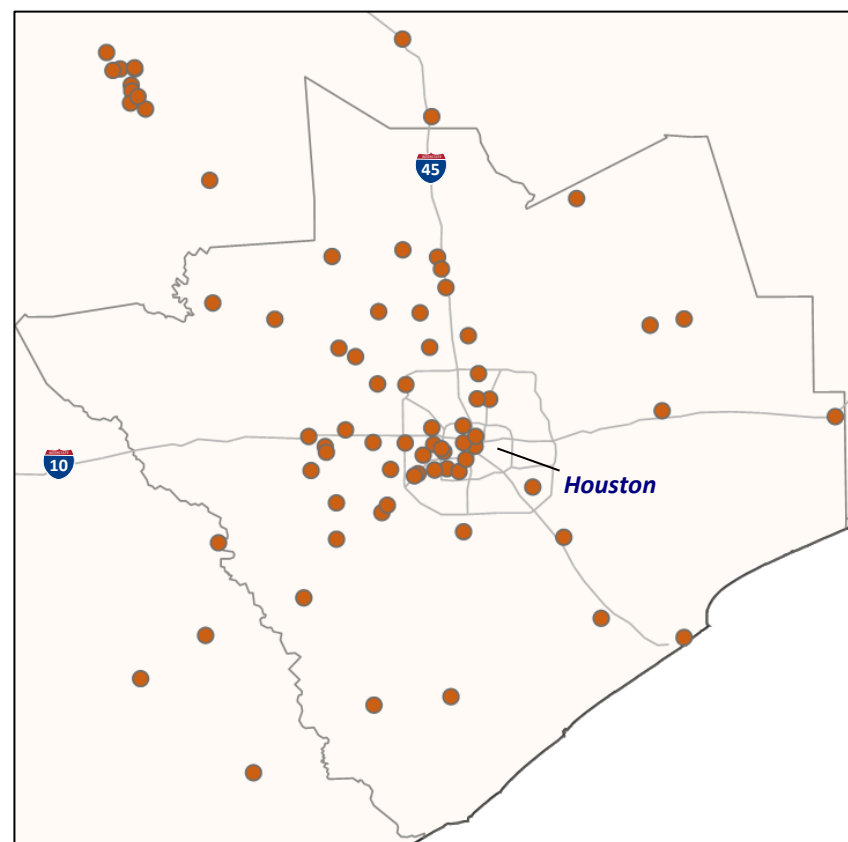
Market Highlights

- Houston MSA is the 5th largest in the United States by population with nearly 7.3 million residents
 - Population is expected to grow 6.0% from 2022 to 2027
- Headquarters to 24 Fortune 500 companies
 - Home to the Texas Medical Center – the world's largest medical complex, and NASA's Johnson Space Center
 - Hewlett Packard Enterprise is moving its global headquarters to the Houston Area in 2022
 - The Port of Houston is ranked 1st in the U.S. in international waterborne tonnage and in total waterborne tonnage handled
- Houston was ranked as the 2nd fastest growing tech hubs during the pandemic

Select Fortune 500 Companies



Houston Franchise



Dallas/Ft. Worth Market Highlights

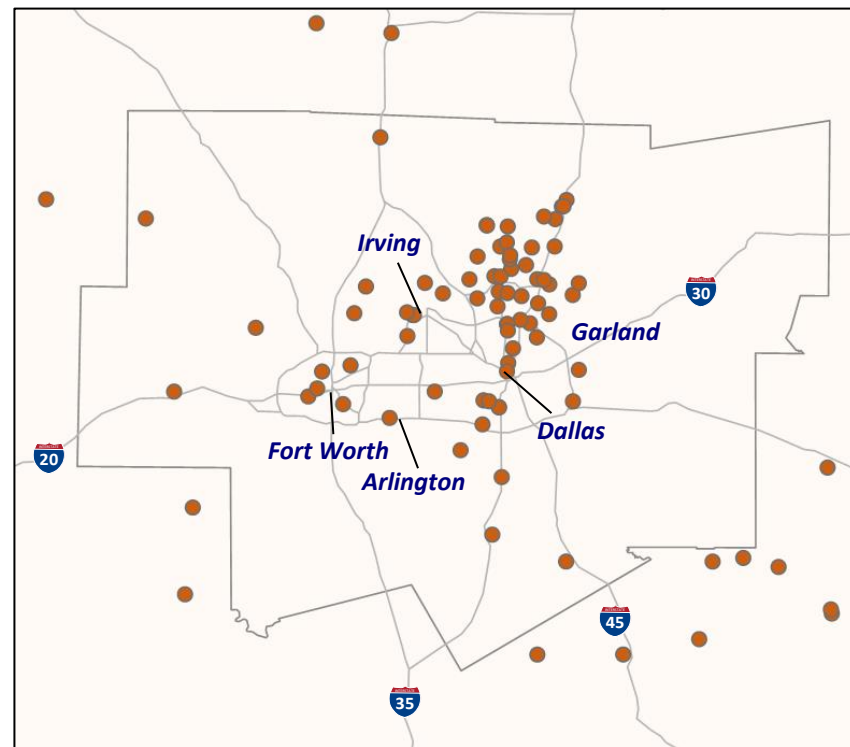
Market Highlights

- Dallas/Ft. Worth MSA is the 4th largest in the United States by population with over 7.8 million residents
 - Population is expected to grow 5.9% from 2022 to 2027
- As of November 2021, total nonfarm employment has increased 5.6% YoY, compared to the 12 month nationwide increase of 4.1%
 - Unemployment rate is 3.9%, compared to 5.2% statewide, and 4.2% nationwide⁽¹⁾
- Among the 12 largest MSAs by population, Dallas had the 5th highest YOY increase in employment in the Financial Services sector
- Headquarters to 22 Fortune 500 companies
 - Ranked the second best job center in the U.S. for technology professionals in 2020

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Dallas / Ft. Worth Franchise



Austin Market Highlights

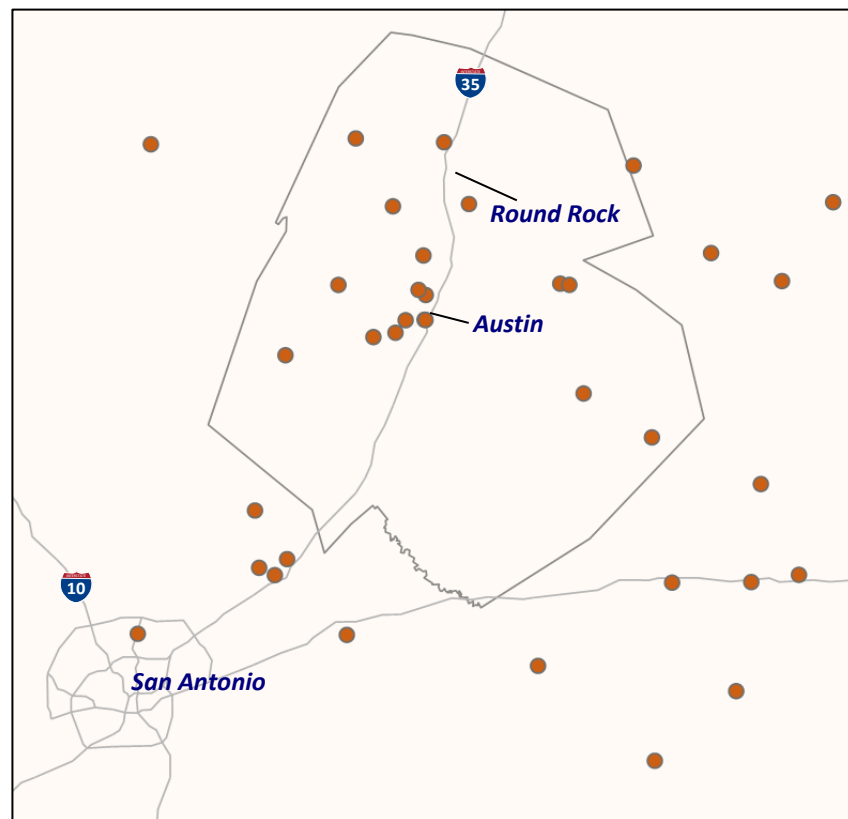
Market Highlights

- Ranked #5 place to live in the U.S. in 2021 by U.S. News and World Report
- Expected population growth of 6.9% through 2027, the second highest of any major MSA in the country
- Ranked as the best city in the U.S. for technology professionals and businesses
 - IT job growth is expected to expand 15% over the next 5 years
- As of November 2021, total nonfarm employment has increased 7.8% YoY, compared to the 12 month statewide increase of 5.7% and the nationwide increase of 4.1%
 - Unemployment rate is 3.2%, compared to 5.2% statewide and 4.2% nationwide⁽¹⁾
 - Employment has increased 8.2% YoY in the financial services sector and 14.8% YoY in professional services, compared to 4.6% and 11.3% statewide, respectively
- 17 companies have begun operations and 20 companies expanded their existing operations in the Austin-Round Rock MSA in Q4 2021

Select Fortune 500 Companies



Austin Franchise Franchise



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