ONCOLYTICS BIOTECH INC
Form 6-K
March 31, 2003

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FORM 6-K

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16
of the Securities Exchange Act of 1934

For the month of March 31, 2003

Commission File Number 000-31062

Oncolytics Biotech Inc.

(Translation of registrant s name into English)

Suite 210, 1167 Kensington Crescent NW
Calgary, Alberta, Canada T2N 1X7
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F [X] Form 40-F [ ]

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): ____________

Note: Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): ____________

Note: Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant s home country), or under the rules of the home country exchange on which the registrant s securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant s security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes [ ] No [X]

If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-____________

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Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Oncolytics Biotech Inc.
(Registrant)

Date March 31, 2003	By: /s/ Douglas A. Ball
	Douglas A. Ball Chief Financial Officer

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210, 1167 Kensington Crescent NW
Calgary, Alberta
Canada T2N 1X7

FOR IMMEDIATE RELEASE

Oncolytics Biotech Inc. Reports Presentation of Results From Interim Assessment of T2 Prostate Cancer Trial

CALGARY, Alberta, March 31, 2003 Oncolytics Biotech Inc. (TSX: ONC, NASDAQ: ONCY) (Oncolytics) reports that Dr. Don Morris of the Alberta Cancer Board and the University of Calgary presented results from an interim assessment of the first six completed patients of a clinical study to evaluate the efficacy and safety of REOLYSIN® for the treatment of T2 prostate cancer. There was evidence of viral activity in five of six patients and there were no safety concerns, from either a clinical or histopathological perspective, in all six patients. The results were presented March 28th, 2003 at a conference on Oncolytic Viruses As Cancer Therapeutics held in Banff, Alberta.

The preliminary data showed clear histopathological evidence of apoptotic tumour cell death, one measure of viral activity, in four of the six patients. In a fifth patient, the PSA level dropped by 53% and the prostate gland shrank by 67% from just prior to treatment to the time of surgical removal. There was no evidence of viral activity in the sixth patient. In all six patients, there was no histopathological evidence of any viral effect on healthy prostatic tissue.

We are pleased with the preliminary results from this trial, said Dr. Brad Thompson, Oncolytics President and CEO. This preliminary data shows histopathological evidence that REOLYSIN® selectively infects and kills tumour cells in humans. Our future clinical trials will examine systemic administration of REOLYSIN® that will target metastatic disease. Advanced prostate cancer will be considered for one of these trials.

The T2 prostate cancer trial is intended to evaluate the histopathological efficacy of intratumoural administration of REOLYSIN® for the treatment of cancer that is restricted to the prostate gland. Patients will receive a single injection of REOLYSIN® and will be monitored for approximately three weeks, at which time the prostate will be surgically removed. The primary efficacy endpoint will be the response rate as measured by pathological examination of the tumour.

Cancer of the prostate is one of the most common cancers in men, representing approximately one-third of all male cancers in western society. It is second only to lung cancer as the leading cause of cancer deaths in men. There were an estimated 18,200 new cases of prostate cancer in Canada in 2002 and the American Cancer Society estimates that there will be 220,900 new cases in the US in 2003.

About Oncolytics Biotech Inc.

Oncolytics is a Calgary-based biotechnology company focused on the development of REOLYSIN®, its proprietary formulation of the human reovirus, as a potential cancer therapeutic. Oncolytics researchers have demonstrated that the reovirus is able to selectively

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kill human cancer cells *in vitro* that are derived from many types of cancer, including breast, prostate, pancreatic and brain tumours, and have also demonstrated successful cancer treatment results in a number of animal models. Phase I clinical trial results have indicated that REOLYSIN® was well tolerated and that the reovirus demonstrated activity in tumours injected with REOLYSIN®.

This news release contains forward looking statements, within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended. Forward looking statements, including the Company s belief as to: the Company s expectations as to the safety and efficacy of REOLYSIN® including application by systemic delivery; and the Company s expectations as to the design, timing and success of its planned clinical trial programs, involve known and unknown risks and uncertainties, which could cause the Company s actual results to differ materially from those in the forward looking statements. Such risks and uncertainties include, among others, the efficacy of REOLYSIN® as a cancer treatment, the success and timely completion of clinical studies and trials, uncertainties related to the research and development of pharmaceuticals, uncertainties related to the regulatory process and general changes to the economic environment. Investors should consult the Company s quarterly and annual filings with the Canadian and U.S. securities commissions for additional information on risks and uncertainties relating to the forward looking statements. Investors are cautioned against placing undue reliance on forward looking statements. The Company does not undertake to update these forward looking statements.

FOR FURTHER INFORMATION PLEASE CONTACT:

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Consumer non-real estate

2,179 194 2,373 222,122 224,495 187

Other loans

1,531 1,275 2,806 136,060 138,866 236

Acquired loans

1,194 473 1,667 71,217 72,884 97

Total						
	$16,535	$7,099	$23,634	$3,335,304	$3,358,938	$1,266

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As of September 30, 2012						
Non-residential real estate owner occupied	$ 915	$ 466	$ 1,381	$ 480,319	$ 481,700	$ 349
Non-residential real estate other	646	1,959	2,605	665,265	667,870	
Residential real estate permanent mortgage	2,058	399	2,457	242,209	244,666	12
Residential real estate all other	1,635	771	2,406	490,726	493,132	86
Non-consumer non-real estate	4,233	135	4,368	729,538	733,906	7
Consumer non-real estate	2,050	230	2,280	205,463	207,743	170
Other loans	1,706	1,447	3,153	147,329	150,482	43
Acquired loans	1,219	1,061	2,280	134,317	136,597	64
Total	$ 14,462	$ 6,468	$ 20,930	$ 3,095,166	$ 3,116,096	$ 731

Impaired Loans

Loans are considered impaired when, based on current information and events, it is probable the Company will be unable to collect the full amount of scheduled principal and interest payments in accordance with the original contractual terms of the loan agreement. If a loan is impaired, a specific valuation allowance may be allocated if necessary so that the loan is reported, net of allowance for loss, at the present value of future cash flows using the loan s existing rate, or the fair value of collateral if repayment is expected solely from the collateral.

The following table presents impaired loans, segregated by class of loans. No material amount of interest income was recognized on impaired loans subsequent to their classification as impaired.

	Impaired Loans			
	Unpaid Principal Balance	Recorded Investment with Allowance	Related Allowance	Average Recorded Investment
	(Dollars in thousands)			
As of September 30, 2013				
Non-residential real estate owner occupied	$ 993	$ 924	$ 34	$ 700
Non-residential real estate other	25,724	24,216	2,240	25,871
Residential real estate permanent mortgage	1,263	1,068	57	1,298
Residential real estate all other	2,423	2,020	381	3,668
Non-consumer non-real estate	1,931	1,599	396	1,508
Consumer non-real estate	413	394	67	444
Other loans	1,905	1,782	300	1,911
Acquired loans	9,879	7,853	95	8,109
Total	$ 44,531	$ 39,856	$ 3,570	$ 43,509
As of September 30, 2012				
Non-residential real estate owner occupied	$ 7,058	$ 6,094	$ 232	$ 6,237
Non-residential real estate other	20,535	20,340	1,581	20,496
Residential real estate permanent mortgage	1,299	1,089	30	1,184
Residential real estate all other	4,365	4,047	1,344	4,149
Non-consumer non-real estate	3,144	2,539	677	1,745
Consumer non-real estate	447	424	77	364
Other loans	2,420	2,265	264	1,975

Acquired loans	12,872	10,684	71	11,451
Total	$ 52,140	$ 47,482	$ 4,276	$ 47,601

Credit Risk Monitoring and Loan Grading

The Company considers various factors to monitor the credit risk in the loan portfolio including volume and severity of loan delinquencies, nonaccrual loans, internal grading of loans, historical loan loss experience, and economic conditions.

An internal risk grading system is used to indicate the credit risk of loans. The loan grades used by the Company are for internal risk identification purposes and do not directly correlate to regulatory classification categories or any financial reporting definitions.

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The general characteristics of the risk grades are disclosed in Note (5) to the Company s Annual Report on Form 10-K for the year ended December 31, 2012.

The following table presents internal loan grading by class of loans:

	Internal Loan Grading Grade					
	1	2	3	4	5	Total
	(Dollars in thousands)					
As of September 30, 2013						
Non-residential real estate owner occupied	$ 388,923	$ 64,418	$ 5,189	$ 816	$	$ 459,346
Non-residential real estate other	714,670	134,760	21,237	6,835		877,502
Residential real estate permanent mortgage	224,518	25,091	5,574	1,034		256,217
Residential real estate all other	457,649	82,827	8,721	1,953		551,150
Non-consumer non-real estate	681,695	91,108	4,254	1,421		778,478
Consumer non-real estate	210,285	11,760	2,047	403		224,495
Other loans	135,169	2,646	738	313		138,866
Acquired loans	53,364	12,707	4,207	2,606		72,884
Total	$ 2,866,273	$ 425,317	$ 51,967	$ 15,381	$	$ 3,358,938
As of September 30, 2012						
Non-residential real estate owner occupied	$ 420,426	$ 49,131	$ 6,189	$ 5,954	$	$ 481,700
Non-residential real estate other	564,180	78,637	21,334	3,719		667,870
Residential real estate permanent mortgage	206,702	31,558	5,547	859		244,666
Residential real estate all other	429,862	50,412	9,120	3,738		493,132
Non-consumer non-real estate	644,066	80,863	6,500	2,477		733,906
Consumer non-real estate	195,242	10,185	1,965	349	2	207,743
Other loans	146,037	2,726	887	832		150,482
Acquired loans	103,411	24,243	5,006	3,898	39	136,597
Total	$ 2,709,926	$ 327,755	$ 56,548	$ 21,826	$ 41	$ 3,116,096

The allowance for loan losses (ALL) methodology is disclosed in Note (5) to the Company s Annual Report on Form 10-K for the year ended December 31, 2012.

The following table details activity in the ALL by class of loans for the period presented. Allocation of a portion of the allowance to one class of loans does not preclude its availability to absorb losses in other classes.

	ALL					
	Balance at beginning of period	Charge-offs	Recoveries	Net charge -offs	Provisions charged to operations	Balance at end of period
	(Dollars in thousands)					
Three Months Ended September 30, 2013						

Non-residential real estate owner occupied	$ 4,714	$ (1)	$	$ (1)	$ 144	$ 4,857
Non-residential real estate other	10,866		2	2	404	11,272
Residential real estate permanent mortgage	2,733	(30)	12	(18)	7	2,722
Residential real estate all other	7,349	(23)	3	(20)	(722)	6,607

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Non-consumer non-real estate	8,751	(34)	110	76	36	8,863
Consumer non-real estate	2,389	(163)	65	(98)	207	2,498
Other loans	1,961	(76)	24	(52)	36	1,945
Acquired loans	219	(3)	3		(124)	95
Total	$ 38,982	$ (330)	$ 219	$ (111)	$ (12)	$ 38,859
Nine Months Ended September 30, 2013						
Non-residential real estate owner occupied	$ 5,104	$ (3)	$ 16	$ 13	$ (260)	$ 4,857
Non-residential real estate other	9,865	(19)	12	(7)	1,414	11,272
Residential real estate permanent mortgage	2,781	(126)	27	(99)	40	2,722
Residential real estate all other	7,034	(177)	30	(147)	(280)	6,607
Non-consumer non-real estate	9,385	(139)	159	20	(542)	8,863
Consumer non-real estate	2,451	(458)	202	(256)	303	2,498
Other loans	1,885	(235)	55	(180)	240	1,945
Acquired loans	220	(53)	39	(14)	(111)	95
Total	$ 38,725	$ (1,210)	$ 540	$ (670)	$ 804	$ 38,859

	ALL					
	Balance at beginning of period	**Charge-offs**	**Recoveries**	**Net charge -offs**	**Provisions charged to operations**	**Balance at end of period**
	(Dollars in thousands)					
Three Months Ended September 30, 2012						
Non-residential real estate owner occupied	$ 5,783	$ (30)	$ 2	$ (28)	$ (469)	$ 5,286
Non-residential real estate other	8,566		15	15	16	8,597
Residential real estate permanent mortgage	3,002	(50)	4	(46)	(258)	2,698
Residential real estate all other	7,004	(107)	5	(102)	121	7,023
Non-consumer non-real estate	8,558	(119)	19	(100)	712	9,170
Consumer non-real estate	2,282	(117)	42	(75)	162	2,369
Other loans	1,854	(24)	2	(22)	6	1,838
Acquired loans	387	(53)		(53)	(57)	277
Total	$ 37,436	$ (500)	$ 89	$ (411)	$ 233	$ 37,258
Nine Months Ended September 30, 2012						
Non-residential real estate owner occupied	$ 5,300	$ (87)	$ 2	$ (85)	$ 71	$ 5,286
Non-residential real estate other	8,648	(71)	46	(25)	(26)	8,597
Residential real estate permanent mortgage	2,734	(119)	84	(35)	(1)	2,698
Residential real estate all other	7,030	(169)	34	(135)	128	7,023
Non-consumer non-real estate	9,156	(449)	144	(305)	319	9,170
Consumer non-real estate	2,315	(308)	157	(151)	205	2,369
Other loans	1,886	(231)	33	(198)	150	1,838
Acquired loans	587	(129)	11	(118)	(192)	277
Total	$ 37,656	$ (1,563)	$ 511	$ (1,052)	$ 654	$ 37,258

The following table details the amount of ALL by class of loans based on the impairment methodology used by the Company.

	ALL			
	September 30, 2013		September 30, 2012	
	Individually evaluated for impairment	Collectively evaluated for impairment	Individually evaluated for impairment	Collectively evaluated for impairment
	(Dollars in thousands)			
Non-residential real estate owner occupied	$ 228	$ 4,629	$ 462	$ 4,824
Non-residential real estate other	2,529	8,743	1,934	6,663
Residential real estate permanent mortgage	226	2,496	218	2,480
Residential real estate all other	1,058	5,549	2,087	4,936
Non-consumer non-real estate	1,052	7,811	1,692	7,478
Consumer non-real estate	314	2,184	315	2,054
Other loans	2460	1,6998	220	1,6188
Acquired loans		957		2777
Total	$ 5,653	$ 33,206	$ 6,928	$ 30,330

The following table details the loans outstanding by class of loans based on the impairment methodology used by the Company.

	Loans					
	September 30, 2013			September 30, 2012		
	Individually evaluated for impairment	Collectively evaluated for impairment	Loans acquired with deteriorated credit quality	Individually evaluated for impairment	Collectively evaluated for impairment	Loans acquired with deteriorated credit quality
	(Dollars in thousands)					
Non-residential real estate owner occupied	$ 6,005	$ 453,341	$	$ 12,142	$ 469,558	$
Non-residential real estate other	28,072	849,430		25,053	642,817	
Residential real estate permanent mortgage	6,609	249,609		6,406	238,260	
Residential real estate all other	10,674	540,476		12,858	480,274	
Non-consumer non-real estate	5,675	772,803		8,976	724,930	
Consumer non-real estate	2,448	222,045		2,316	205,427	
Other loans	292	138,575		264	150,218	
Acquired loans		66,071	6,813		127,654	8,943
Total	$ 59,775	$ 3,292,350	$ 6,813	$ 68,015	$ 3,039,138	$ 8,943

Transfers from Loans

Transfers from loans to other real estate owned and repossessed assets are non-cash transactions, and are not included in the statements of cash flow.

Transfers from loans to other real estate owned and repossessed assets during the periods presented are summarized as follows:

	Nine Months Ended September 30,	
	2013	2012
	(Dollars in thousands)	
Other real estate owned	$ 1,287	$ 1,633
Repossessed assets	946	664
Total	$ 2,233	$ 2,297

(5) INTANGIBLE ASSETS

The following is a summary of intangible assets:

	Gross Carrying Amount	Accumulated Amortization	Net Carrying Amount
	(Dollars in thousands)		
As of September 30, 2013			
Core deposit intangibles	$ 13,473	$ (6,845)	$ 6,628
Customer relationship intangibles	5,657	(2,247)	3,410
Mortgage servicing intangibles	734	(139)	595
Total	$ 19,864	$ (9,231)	$ 10,633

Additional information for intangible assets can be found in Note (7) to the Company s Annual Report on Form 10-K for the year ended December 31, 2012.

(6) STOCK-BASED COMPENSATION

The Company adopted a nonqualified incentive stock option plan (the BancFirst ISOP) in May 1986. The Company amended the BancFirst ISOP to increase the number of shares to be issued under the plan to 3,000,000 shares in May 2013. At September 30, 2013, 185,860 shares were available for future grants. The BancFirst ISOP will terminate on December 31, 2014. The options vest and are exercisable beginning four years from the date of grant at the rate of 25% per year for four years. Options expire at the end of fifteen years from the date of grant. Options outstanding as of September 30, 2013 will become exercisable through the year 2020. The option price must be no less than 100% of the fair value of the stock relating to such option at the date of grant.

In June 1999, the Company adopted the BancFirst Corporation Non-Employee Directors Stock Option Plan (the BancFirst Directors Stock Option Plan). Each non-employee director is granted an option for 10,000 shares. The Company amended the BancFirst Directors Stock Option Plan to increase the number of shares to be issued under the plan to 205,000 shares in May 2009. At September 30, 2013, 5,000 shares were available for future grants. The options vest and are exercisable beginning one year from the date of grant at the rate of 25% per year for four years, and expire at the end of fifteen years from the date of grant. Options outstanding as of September 30, 2013 will become exercisable through the year 2017. The option price must be no less than 100% of the fair value of the stock relating to such option at the date of grant.

The Company currently uses newly issued shares for stock option exercises, but reserves the right to use shares purchased under the Company s Stock Repurchase Program (the SRP) in the future.

The following table is a summary of the activity under both the BancFirst ISOP and the BancFirst Directors Stock Option Plan:

	Options	Wgtd. Avg. Exercise	Wgtd. Avg. Remaining	Aggregate Intrinsic Value

		Price	Contractual Term	
	(Dollars in thousands, except per share data)			
Nine Months Ended September 30, 2013				
Outstanding at December 31, 2012	1,216,981	$ 31.98		
Options granted	60,000	44.11		
Options exercised	(118,414)	25.13		
Options canceled, forfeited or expired	(5,000)	43.02		
Outstanding at September 30, 2013	1,153,567	33.26	8.69 Yrs	$ 24,003
Exercisable at September 30, 2013	540,167	26.74	5.54 Yrs	$ 14,763

The following table has additional information regarding options granted and options exercised under both the BancFirst ISOP and the BancFirst Directors Stock Option Plan:

	Three Months Ended September 30, 2013	Three Months Ended September 30, 2012	Nine Months Ended September 30, 2013	Nine Months Ended September 30, 2012
	(Dollars in thousands, except per share data)			
Weighted average grant-date fair value per share of options granted	$ 10.63	$	$ 9.05	$
Total intrinsic value of options exercised	1,424	1,152	2,653	2,180
Cash received from options exercised	1,775	794	2,976	1,516
Tax benefit realized from options exercised	551	446	1,026	843

The fair value of each option grant is estimated on the date of grant using the Black-Scholes option-pricing model and is based on certain assumptions including risk-free rate of return, dividend yield, stock price volatility, and the expected term. The fair value of each option is expensed over its vesting period.

The following table is a summary of the Company s recorded stock-based compensation expense:

	Three Months Ended September 30, 2013	Three Months Ended September 30, 2012	Nine Months Ended September 30, 2013	Nine Months Ended September 30, 2012
	(Dollars in thousands)			
Stock-based compensation expense	$ 399	$ 391	$ 1,094	$ 1,189
Tax benefit	(154)	(151)	(423)	(460)
Stock-based compensation expense, net of tax	$ 245	$ 240	$ 671	$ 729

The Company will continue to amortize the remaining fair value of stock options, over the remaining vesting period of approximately seven years. The following table shows the remaining fair value of stock options:

	September 30, 2013 (Dollars in thousands)
Fair value of stock options	$ 4,902

The following table shows the assumptions used for computing stock-based compensation expense under the fair value method:

	Nine Months Ended September 30, 2013	Nine Months Ended September 30, 2012
Risk-free interest rate	2.70%	1.74%
Dividend yield	2.00%	2.00%

Stock price volatility	18.35%	32.88%
Expected term	10 Yrs	10 Yrs

The risk-free interest rate is determined by reference to the spot zero-coupon rate for the U.S. Treasury security with a maturity similar to the expected term of the options. The dividend yield is the expected yield for the expected term. The stock price volatility is estimated from the recent historical volatility of the Company s stock. The expected term is estimated from the historical option exercise experience.

(7) STOCKHOLDERS EQUITY

In November 1999, the Company adopted a Stock Repurchase Program (the SRP). The SRP may be used as a means to increase earnings per share and return on equity, to purchase treasury stock for the exercise of stock options or for distributions under the Deferred Stock Compensation Plan, to provide liquidity for optionees to dispose of stock from exercises of their stock options, and to provide liquidity for stockholders wishing to sell their stock. All shares repurchased under the SRP have been retired and not held as treasury stock. The timing, price and amount of stock repurchases under the SRP may be determined by management and approved by the Company s Executive Committee.

The following table is a summary of the shares under the program:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2013	2012	2013	2012
Number of shares repurchased			40,241	6,787
Average price of shares repurchased	$	$	$ 40.88	$ 37.70
Shares remaining to be repurchased	194,723	234,964	194,723	234,964

The Company and BancFirst are subject to risk-based capital guidelines issued by the Board of Governors of the Federal Reserve System and the FDIC. These guidelines are used to evaluate capital adequacy and involve both quantitative and qualitative evaluations of the Company s and BancFirst s assets, liabilities, and certain off-balance-sheet items calculated under regulatory practices. Failure to meet the minimum capital requirements can initiate certain mandatory or discretionary actions by the regulatory agencies that could have a direct material effect on the Company s financial statements. Management believes that as of September 30, 2013 the Company and BancFirst met all capital adequacy requirements to which they are subject. The actual and required capital amounts and ratios are shown in the following table:

	Actual		For Capital Adequacy Purposes		To Be Well Capitalized Under Prompt Corrective Action Provisions	
	Amount	Ratio	Amount	Ratio	Amount	Ratio
			(Dollars in thousands)			
As of September 30, 2013:						
Total Capital						
(to Risk Weighted Assets)-						
BancFirst Corporation	$ 552,380	14.72%	$ 300,282	8.00%	N/A	N/A
BancFirst	520,453	13.90%	299,606	8.00%	$ 374,507	10.00%
Tier 1 Capital						
(to Risk Weighted Assets)-						
BancFirst Corporation	$ 513,521	13.68%	$ 150,141	4.00%	N/A	N/A
BancFirst	481,594	12.86%	149,803	4.00%	$ 224,704	6.00%
Tier 1 Capital						
(to Total Assets)-						
BancFirst Corporation	$ 513,521	8.75%	$ 177,802	3.00%	N/A	N/A
BancFirst	481,594	8.22%	177,207	3.00%	$ 295,346	5.00%

As of September 30, 2013, BancFirst was considered to be well capitalized and there are no conditions or events since the most recent notification of BancFirst s capital category that management believes would materially change its category under capital requirements existing as of the report date. To be well capitalized under Federal bank regulatory agency definitions, a depository institution must have a Tier 1 Ratio of at least 6%, a combined Tier 1 and Tier 2 Ratio of at least 10%, and a Leverage Ratio of at least 5%. The Company s trust preferred securities have continued to be included in Tier 1 capital as the Company s total assets do not exceed $10 billion.

Basel III Capital Rules

In July 2013, the three Federal bank regulatory agencies jointly published interim final rules (the Basel III Capital Rules) establishing a new comprehensive capital framework for U.S. banking organizations. The rules implement the Basel Committee s December 2010 framework known as Basel III for strengthening international capital standards as well as certain provisions of the Dodd-Frank Act. These Rules substantially revise the risk-based capital requirements applicable to bank holding companies and depository institutions, compared to the current U.S. risk-based capital rules. The Basel III Capital Rules define the components of capital and address other issues affecting the numerator in banking institutions regulatory capital ratios. These Rules also address risk weights and other issues affecting the denominator in banking institutions regulatory capital ratios and replace the existing risk-weighting approach with a more risk-sensitive approach. The Basel III Capital Rules also implement the requirements of Section 939A of the Dodd-Frank Act to remove references to credit ratings from the federal banking agencies rules. The Basel III Capital Rules are effective for the Company and BancFirst on January 1, 2015 (subject to a 4-year phase-in period).

The Basel III Capital Rules, among other things, (i) introduce a new capital measure called Common Equity Tier 1 (CET1), (ii) specify that Tier 1 capital consist of CET1 and Additional Tier 1 capital instruments meeting specified requirements, (iii) define CET1 narrowly by requiring that most deductions/adjustments to regulatory capital measures be made to CET1 and not to the other components of capital, and (iv) expand the scope of the deductions/adjustments as compared to existing regulations.

Under the Basel III Capital Rules, the initial minimum capital ratios as of January 1, 2015 will be as follows:

4.5% CET1 to risk-weighted assets.

6.0% Tier 1 capital to risk-weighted assets.

8.0% Total capital to risk-weighted assets.

4.0% Minimum leverage ratio

Implementation of the deductions and other adjustments to CET1 will begin on January 1, 2015 and will be phased-in over a 4-year period (beginning at 40% on January 1, 2015 and an additional 20% per year thereafter). Under the new rule, in order to avoid limitations on capital distributions, including dividend payments and certain discretionary bonus payments to executive officers, a banking organization must hold a capital conservation buffer composed of CET1 capital above its minimum risk-based capital requirements. The implementation of the capital conservation buffer will begin on January 1, 2016 at the 0.625% level and be phased in over a four-year period (increasing by that amount on each subsequent January 1, until it reaches 2.5% on January 1, 2019).

Management believes that, as of September 30, 2013, the Company and BancFirst would meet all capital adequacy requirements under the Basel III Capital Rules on a fully phased-in basis as if such requirements were currently in effect.

(8) NET INCOME PER COMMON SHARE

Basic and diluted net income per common share are calculated as follows:

	Income (Numerator)	Shares (Denominator)	Per Share Amount
	(Dollars in thousands, except per share data)		
Three Months Ended September 30, 2013			
Basic			
Income available to common stockholders	$ 14,491	15,287,535	$ 0.94
Effect of stock options		307,346	
Diluted			
Income available to common stockholders plus assumed exercises of stock options	$ 14,491	15,594,881	$ 0.93
Three Months Ended September 30, 2012			
Basic			
Income available to common stockholders	$ 13,860	15,174,755	$ 0.91
Effect of stock options		272,639	
Diluted			
Income available to common stockholders plus assumed exercises of stock options	$ 13,860	15,447,394	$ 0.90
Nine Months Ended September 30, 2013			
Basic			
Income available to common stockholders	$ 40,456	15,252,967	$ 2.65
Effect of stock options		263,387	
Diluted			
Income available to common stockholders plus assumed exercises of stock options	$ 40,456	15,516,354	$ 2.61
Nine Months Ended September 30, 2012			
Basic			
Income available to common stockholders	$ 39,594	15,155,035	$ 2.61
Effect of stock options		276,063	
Diluted			
Income available to common stockholders plus assumed exercises of stock options	$ 39,594	15,431,098	$ 2.57

The following table shows the number and average exercise price of options that were excluded from the computation of diluted net income per common share for each period because the options exercise prices were greater than the average market price of the common shares:

	Shares	Average Exercise Price
Three Months Ended September 30, 2013	3,804	$ 50.74
Three Months Ended September 30, 2012	479,000	39.21
Nine Months Ended September 30, 2013	330,165	40.09
Nine Months Ended September 30, 2012	597,200	38.66

(9) FAIR VALUE MEASUREMENTS

Accounting standards define fair value as the price that would be received to sell an asset or the price paid to transfer a liability in the principal or most advantageous market available to the entity in an orderly transaction between market participants on the measurement date.

FASB ASC Topic 820 establishes a fair value hierarchy for valuation inputs that gives the highest priority to quoted prices in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. The fair value hierarchy is as follows:

Level 1 Inputs to the valuation methodology are quoted prices (unadjusted) for identical assets or liabilities in active markets.

Level 2 Inputs to the valuation methodology include quoted prices for similar assets and liabilities in active markets, and inputs that are observable for the asset and liability, either directly or indirectly, for substantially the full term of the financial instrument.

Level 3 Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities. Level 3 assets and liabilities include financial instruments whose values are determined using pricing models, discounted cash flow methodologies, or similar techniques, as well as instruments for which the determination of fair value requires significant management judgment or estimation. This category includes certain impaired loans, foreclosed assets, other real estate, goodwill and other intangible assets.

Financial Assets and Financial Liabilities Measured at Fair Value on a Recurring Basis

A description of the valuation methodologies and key inputs used to measure financial assets and financial liabilities at fair value on a recurring basis, as well as the general classification of such instruments pursuant to the valuation hierarchy, is set forth below. These valuation methodologies were applied to the following categories of the Company s financial assets and financial liabilities.

Securities Available for Sale

Securities classified as available for sale are reported at fair value. U.S. Treasuries are valued using Level 1 inputs. Other securities available for sale including U.S. Federal agencies, mortgage backed securities, and state and political subdivisions are valued using prices from an independent pricing service utilizing Level 2 data. The fair value measurements consider observable data that may include dealer quotes, market spreads, cash flows, the U.S. Treasury yield curve, live trading levels, trade execution data, market consensus prepayment speeds, credit information and the bond s terms and conditions, among other things. The Company also invests in equity securities classified as available for sale for which observable information is not readily available. These securities are reported at fair value utilizing Level 3 inputs. For these securities, management determines the fair value based on the income approach or information provided by outside consultants or lead investors.

The Company reviews the prices for Level 1 and Level 2 securities supplied by the independent pricing service for reasonableness and to ensure such prices are aligned with traditional pricing matrices. In general, the Company does not purchase investment portfolio securities that are esoteric or that have complicated structures. The Company s entire portfolio consists of traditional investments including U.S. Treasury obligations, Federal agency mortgage pass-through securities, general obligation municipal bonds and a small amount of municipal revenue bonds. Pricing for such instruments is fairly generic and is easily obtained. For in-state bond issues that have relatively low issue sizes and liquidity, the Company utilizes the same parameters adjusted for the specific issue. From time to time, the Company will validate, on a sample basis, prices supplied by the independent pricing service by comparison to prices obtained from third party sources.

Derivatives

Derivatives are reported at fair value utilizing Level 2 inputs. The Company obtains dealer and market quotations to value its oil and gas swaps and options. The Company utilizes dealer quotes and observable market data inputs to substantiate internal valuation models.

Loans Held For Sale

The Company originates mortgage loans to be sold. At the time of origination, the acquiring bank has already been determined and the terms of the loan, including interest rate, have already been set by the acquiring bank, allowing the Company to originate the loan at fair value. Mortgage loans are generally sold within 30 days of origination. Loans held for sale are valued using Level 2 inputs. Gains or losses recognized upon the sale of the loans are determined on a specific identification basis.

Mortgage Servicing Intangibles

The Company acquired Mortgage Servicing Intangibles with the acquisition of 1st Bank Oklahoma on July 12, 2011. Mortgage Servicing Intangibles are amortized based on current prepayment assumptions and are adjusted to fair value quarterly, if impaired. Fair value is estimated based on the present value of future cash flows over several interest rate scenarios, which are then discounted at risk-adjusted rates. The Company considers portfolio characteristics, contractually specified servicing fees, prepayment assumptions, delinquency rates, late charges, other ancillary revenue, costs to service and other economic factors. When available, fair value estimates and assumptions are compared to observable market data and the recent market activity and actual portfolio experience.

The following table summarizes financial assets and financial liabilities measured at fair value on a recurring basis as of September 30, 2013 and 2012, segregated by the level of the valuation inputs within the fair value hierarchy utilized to measure fair value:

	Level 1 Inputs	Level 2 Inputs	Level 3 Inputs	Total Fair Value
		(Dollars in thousands)		
September 30, 2013				
Securities available for sale:				
U.S. Treasury	$	$	$	$
U.S. Federal agencies		340,904	20,000	360,904
Mortgage-backed securities		14,455	19,501	33,956
States and political subdivisions		53,386		53,386
Other securities		3,421	10,760	14,181
Derivative assets		3,049		3,049
Derivative liabilities		1,886		1,886
Loans held for sale		4,934		4,934
Mortgage servicing intangibles			595	595
September 30, 2012				
Securities available for sale:				
U.S. Treasury	$	$	$	$
U.S. Federal agencies		413,131	20,000	433,131
Mortgage-backed securities		22,390		22,390
States and political subdivisions		57,829		57,829
Other securities			10,356	10,356
Derivative assets		4,175		4,175
Derivative liabilities		1,868		1,868
Loans held for sale		13,384		13,384
Mortgage servicing intangibles			844	844

The changes in Level 3 assets measured at estimated fair value on a recurring basis during the nine months ended September 30, 2013 and 2012 were as follows:

	Nine Months Ended September 30,	
	2013	2012
	(Dollars in thousands)	
Balance at the beginning of the year	$ 30,779	$ 33,225
Purchases, issuances and settlements	20,600	1,897
Sales	(251)	(5,563)
Gains included in earnings	182	4,424

Total unrealized losses	(454)	(2,783)
Balance at the end of the period	$ 50,856	$ 31,200

The Company s policy is to recognize transfers in and transfers out of Levels 1, 2 and 3 as of the end of the reporting period. During the nine months ended September 30, 2013 and 2012, the Company did not transfer any securities between levels in the fair value hierarchy.

Financial Assets and Financial Liabilities Measured at Fair Value on a Nonrecurring Basis

Certain financial assets and financial liabilities are measured at fair value on a nonrecurring basis; that is, the instruments are not measured at fair value on an ongoing basis but are subject to fair value adjustments in certain circumstances (for example, when there is evidence of impairment). These financial assets and financial liabilities are reported at fair value utilizing Level 3 inputs.

Impaired loans are reported at the fair value of the underlying collateral if repayment is dependent on liquidation of the collateral. In no case does the fair value of an impaired loan exceed the fair value of the underlying collateral. The impaired loans are adjusted to fair value through a specific allocation of the allowance for loan losses.

Foreclosed assets, upon initial recognition, are measured and adjusted to fair value through a charge-off to the allowance for possible loan losses based upon the fair value of the foreclosed asset.

Other real estate owned is revalued at fair value subsequent to initial recognition, with any losses recognized in net expense from other real estate owned.

The following table summarizes assets measured at fair value on a nonrecurring basis and the related gains or losses recognized during the period:

	Level 1	Level 2	Level 3	Total Fair Value	Gains (Losses)
			(Dollars in thousands)		
Nine Months Ended September 30, 2013					
Impaired loans (less specific allowance)			$ 36,286	$ 36,286	$
Foreclosed assets			307	307	(9)
Other real estate owned			8,121	8,121	(754)
Nine Months Ended September 30, 2012					
Impaired loans (less specific allowance)			$ 43,206	$ 43,206	$
Foreclosed assets			237	237	(84)
Other real estate owned			9,559	9,559	(1,226)

Estimated Fair Value of Financial Instruments

The Company is required under current authoritative accounting guidance to disclose the estimated fair value of their financial instruments that are not recorded at fair value. For the Company, as for most financial institutions, substantially all of its assets and liabilities are considered financial instruments. A financial instrument is defined as cash, evidence of an ownership interest in an entity or a contract that creates a contractual obligation or right to deliver or receive cash or another financial instrument from a second entity. The following methods and assumptions were used to estimate the fair value of each class of financial instruments:

Cash and Cash Equivalents Include: Cash and Due from Banks, Federal Funds Sold and Interest-Bearing Deposits

The carrying amount of these short-term instruments is a reasonable estimate of fair value.

Securities Held for Investment

For securities held for investment, which are generally traded in secondary markets, fair values are based on quoted market prices or dealer quotes, if available. If a quoted market price is not available, fair value is estimated using quoted market prices for similar securities making adjustments for credit or liquidity if applicable.

Loans

For certain homogeneous categories of loans, such as some residential mortgages, fair values are estimated using the quoted market prices for securities backed by similar loans, adjusted for differences in loan characteristics. The fair values of other types of loans are estimated by discounting the future cash flows using the current rates at which similar loans would be made to borrowers with similar credit ratings and for the same remaining maturities.

Deposits

The fair values of transaction and savings accounts are the amounts payable on demand at the reporting date. The fair values of fixed-maturity certificates of deposit are estimated using the rates currently offered for deposits of similar remaining maturities.

Short-term Borrowings

The amounts payable on these short-term instruments are reasonable estimates of fair value.

Long-term Borrowings

The fair values of fixed-rate long-term borrowings are estimated using the rates that would be charged for borrowings of similar remaining maturities.

Junior Subordinated Debentures

The fair values of junior subordinated debentures are estimated using the rates that would be charged for junior subordinated debentures of similar remaining maturities.

Loan Commitments and Letters of Credit

The fair values of commitments are estimated using the fees currently charged to enter into similar agreements, taking into account the terms of the agreements. The fair values of letters of credit are based on fees currently charged for similar agreements.

The estimated fair values of the Company s financial instruments that are reported at amortized cost in the Company s consolidated balance sheets, segregated by the level of valuation inputs within the fair value hierarchy utilized to measure fair value, are as follows:

	September 30,			
	2013		2012	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
	(Dollars in thousands)			
FINANCIAL ASSETS				
Level 2 inputs:				
Cash and cash equivalents	$ 1,826,936	$ 1,826,936	$ 1,912,614	$ 1,912,614
Securities held for investment	12,213	12,328	16,769	17,080
Level 3 inputs:				
Loans, net	3,320,079	3,346,578	3,078,838	3,143,799
FINANCIAL LIABILITIES				
Level 2 inputs:				
Deposits	5,309,464	5,338,655	5,253,505	5,275,969
Short-term borrowings	5,074	5,074	5,665	5,665
Long-term borrowings	8,938	8,889	11,255	11,333
Junior subordinated debentures	26,804	28,927	26,804	28,777
OFF-BALANCE SHEET FINANCIAL INSTRUMENTS				

Loan commitments	1,378	1,300
Letters of credit	468	458

Non-financial Assets and Non-financial Liabilities Measured at Fair Value

The Company has no non-financial assets or non-financial liabilities measured at fair value on a recurring basis. Certain non-financial assets and non-financial liabilities measured at fair value on a nonrecurring basis include intangible assets (excluding mortgage service rights which are valued quarterly) and other non-financial long-lived assets measured at fair value and adjusted for impairment. These items are evaluated at least annually for impairment. The overall levels of non-financial assets and non-financial liabilities measured at fair value on a nonrecurring basis were not considered to be significant to the Company at September 30, 2013 or 2012.

(10) DERIVATIVE FINANCIAL INSTRUMENTS

The Company enters into oil and gas swaps and options contracts to accommodate the business needs of its customers. Upon the origination of an oil or gas swap or option contract with a customer, the Company simultaneously enters into an offsetting contract with a counterparty to mitigate the exposure to fluctuations in oil and gas prices. These derivatives are not designated as hedged instruments and are recorded on the Company s consolidated balance sheet at fair value.

The Company utilizes dealer quotations and observable market data inputs to substantiate internal valuation models. The notional amounts and estimated fair values of oil and gas derivative positions outstanding are presented in the following table:

	September 30, 2013		
Oil and Natural Gas Swaps and Options	Notional Units	Notional Amount	Estimated Fair Value
	(Notional amounts and dollars in thousands)		
Oil			
Derivative assets	Barrels	335	$ 1,665
Derivative liabilities	Barrels	(335)	(1,178)
Natural Gas			
Derivative assets	MMBTUs	2,962	1,384
Derivative liabilities	MMBTUs	(2,962)	(708)
Total Fair Value	**Included in**		
Derivative assets	Other assets		3,049
Derivative liabilities	Other liabilities		(1,886)

The following table is a summary of the Company s recognized income related to the activity, which was included in other noninterest income:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2013	2012	2013	2012
	(Dollars in thousands)			
Derivative income	$ 71	$ 205	$ 309	$ 555

The Company s credit exposure on oil and gas swaps and options varies based on the current market prices of oil and natural gas. Other than credit risk, changes in the fair value of customer positions will be offset by equal and opposite changes in the counterparty positions. The net positive fair value of the contracts represents the profit derived from the activity and is unaffected by market price movements.

Customer credit exposure is managed by strict position limits and is primarily offset by first liens on production while the remainder is offset by cash. Counterparty credit exposure is managed by selecting highly rated counterparties (rated A- or better by Standard and Poor s) and monitoring market information.

The following table is a summary of the Company s net credit exposure relating to oil and gas swaps and options with bank counterparties:

		September 30, 2013 (Dollars in thousands)
Credit exposure	$	(149)

Balance Sheet Offsetting

Derivatives may be eligible for offset in the consolidated balance sheet and/or subject to master netting arrangements. The Company s derivative transactions with upstream financial institution counterparties and bank customers are generally executed under International Swaps and Derivative Association (ISDA) master

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agreements which include right of set-off provisions. In such cases there is generally a legally enforceable right to offset recognized amounts and there may be an intention to settle such amounts on a net basis. Nonetheless, the Company does not generally offset such financial instruments for financial reporting purposes.

(11) SEGMENT INFORMATION

The Company evaluates its performance with an internal profitability measurement system that measures the profitability of its business units on a pre-tax basis. The four principal business units are metropolitan banks, community banks, other financial services, and executive, operations and support. Metropolitan and community banks offer traditional banking products such as commercial and retail lending, and a full line of deposit accounts. Metropolitan banks consist of banking locations in the metropolitan Oklahoma City and Tulsa areas. Community banks consist of banking locations in communities throughout Oklahoma. Other financial services are specialty product business units including guaranteed small business lending, residential mortgage lending, trust services, securities brokerage, electronic banking and insurance. The executive, operations and support groups represent executive management, operational support and corporate functions that are not allocated to the other business units.

The results of operations and selected financial information for the four business units are as follows:

	Metropolitan Banks	Community Banks	Other Financial Services	Executive, Operations & Support	Eliminations	Consolidated
			(Dollars in thousands)			
Three Months Ended:						
September 30, 2013						
Net interest income (expense)	$ 14,043	$ 25,613	$ 1,491	$ (435)	$	$ 40,712
Noninterest income	3,213	12,750	6,864	15,651	(14,826)	23,652
Income before taxes	9,173	15,229	2,619	8,688	(14,654)	21,055
September 30, 2012						
Net interest income (expense)	$ 13,267	$ 26,302	$ 1,777	$ (514)	$	$ 40,832
Noninterest income	2,840	11,153	7,404	14,881	(14,162)	22,116
Income before taxes	8,302	15,234	3,266	7,463	(14,015)	20,250
Nine Months Ended:						
September 30, 2013						
Net interest income (expense)	$ 41,997	$ 76,181	$ 4,786	$ (1,366)	$	$ 121,598
Noninterest income	9,519	36,141	19,839	44,192	(41,771)	67,920
Income before taxes	26,218	43,818	8,014	24,425	(41,481)	60,994
September 30, 2012						
Net interest income (expense)	$ 39,784	$ 79,317	$ 5,211	$ (1,794)	$	$ 122,518
Noninterest income	8,193	32,009	23,482	43,507	(41,274)	65,917
Income before taxes	24,954	45,433	11,664	19,682	(41,017)	60,716
Total Assets:						
September 30, 2013	$ 2,031,194	$ 3,723,491	$ 120,476	$ 647,336	$ (595,767)	$ 5,926,730
December 31, 2012	1,996,539	3,801,653	186,473	602,342	(564,757)	6,022,250
September 30, 2012	1,892,444	3,745,727	126,704	636,853	(564,977)	5,836,751

The financial information for each business unit is presented on the basis used internally by management to evaluate performance and allocate resources. The Company utilizes a transfer pricing system to allocate the benefit or cost of funds provided or used by the various business units. Certain services provided by the support group to other business units, such as item processing, are allocated at rates approximating the cost of providing the services. Eliminations are adjustments to consolidate the business units and companies. Capital expenditures are generally charged to the business unit using the asset.

Item 2. Management s Discussion and Analysis of Financial Condition and Results of Operations.

The following discussion and analysis presents factors that the Company believes are relevant to an assessment and understanding of the Company s consolidated financial position and results of operations. This discussion and analysis should be read in conjunction with the Company s December 31, 2012 consolidated financial statements included in the Company s Annual Report on Form 10-K for the year ended December 31, 2012 and the Company s consolidated financial statements and the related Notes included in Item 1.

FORWARD LOOKING STATEMENTS

The Company may make forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934 with respect to earnings, credit quality, corporate objectives, interest rates and other financial and business matters. Forward-looking statements include estimates and give management s current expectations or forecasts of future events. The Company cautions readers that these forward-looking statements are subject to numerous assumptions, risks and uncertainties, including economic conditions, the performance of financial markets and interest rates; legislative and regulatory actions and reforms; competition; as well as other factors, all of which change over time. Actual results may differ materially from forward-looking statements.

SUMMARY

BancFirst Corporation reported net income of $14.5 million, or $0.93 diluted earnings per common share, for the third quarter of 2013, compared to net income of $13.9 million, or $0.90 diluted earnings per common share for the third quarter of 2012. Net income for the first nine months of 2013 was $40.5 million or $2.61 diluted earnings per common share, compared to $39.6 million, or $2.57 diluted earnings per common share for the nine months ended September 30, 2012.

The Company s net interest income for the third quarter of 2013 was $40.7 million compared to $40.8 million for the third quarter of 2012. The net interest margin for the quarter was 3.01% compared to 3.06% a year ago as interest rates have remained at historically low levels. The Company s provision for loan loss for the third quarter of 2013 was virtually zero, primarily due to reductions in adversely graded loans. Net charge-offs for the quarter were $111,000, compared to $411,000 for the same period a year ago. Noninterest income for the quarter totaled $23.7 million compared to $22.1 million for the third quarter of 2012. Noninterest expense was $43.3 million compared to $42.5 million a year ago.

At September 30, 2013, the Company s total assets were $5.9 billion, compared to $6.0 billion at December 31, 2012. Loans totaled $3.4 billion, up $116.5 million over December 31, 2012. Deposits totaled $5.3 billion, down $131.4 million due to a temporary influx of deposits at year end 2012 and efforts by the Company to move certain commercial deposits into sweep accounts. The Company s total stockholders equity was $546.0 million, an increase of $26.4 million or 5.1% over December 31, 2012.

Asset quality remained strong and was little changed from the previous quarters. Nonperforming and restructured assets edged down to 0.72% of total assets compared to 0.81% at December 31, 2012. The allowance to total loans was 1.16% compared to 1.19% at year end 2012.

FUTURE APPLICATION OF ACCOUNTING STANDARDS

See Note (1) of the Notes to Consolidated Financial Statements for a discussion of recently issued accounting pronouncements.

SEGMENT INFORMATION

See Note (11) of the Notes to Consolidated Financial Statements for disclosures regarding business segments.

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RESULTS OF OPERATIONS

Selected income statement data and other selected data for the comparable periods were as follows:

BANCFIRST CORPORATION

SELECTED CONSOLIDATED FINANCIAL DATA

(Unaudited)

(Dollars in thousands, except per share data)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2013	**2012**	**2013**	**2012**
Income Statement Data				
Net interest income	$ 40,712	$ 40,832	$ 121,598	$ 122,518
Provision for loan losses	(12)	233	804	654
Securities transactions	90	385	341	4,643
Total noninterest income	23,652	22,116	67,920	65,917
Salaries and employee benefits	26,094	24,641	76,388	74,271
Total noninterest expense	43,321	42,465	127,720	127,065
Net income	14,491	13,860	40,456	39,594
Per Common Share Data				
Net income basic	$ 0.94	$ 0.91	$ 2.65	$ 2.61
Net income diluted	0.93	0.90	2.61	2.57
Cash dividends	0.31	0.29	0.89	0.83
Performance Data				
Return on average assets	0.99%	0.96%	0.94%	0.93%
Return on average stockholders equity	10.62	10.86	10.14	10.59
Cash dividend payout ratio	33.05	31.87	33.56	31.80
Net interest spread	2.85	2.87	2.90	2.94
Net interest margin	3.01	3.06	3.06	3.13
Efficiency ratio	67.31	67.46	67.39	67.43
Net charge-offs to average loans	0.00	0.01	0.02	0.04

Net Interest Income

For the three months ended September 30, 2013, net interest income, which is the Company s principal source of operating revenue, was $40.7 million compared to $40.8 million for the three months ended September 30, 2012. Net interest margin is the ratio of taxable-equivalent net interest income to average earning assets for the period. The Company s net interest margin decreased slightly for the third quarter of 2013 compared to the third quarter of 2012, due to continued low interest rates and the maturity or pay down of higher-yielding earning assets. If interest rates and/or loan volume do not increase, management expects continued compression of its net interest margin for the remainder of 2013 as higher yielding loans and securities mature and are replaced at current market rates.

Net interest income for the nine months ended September 30, 2013 was $121.6 million compared to $122.5 million for the nine months ended September 30, 2012. The net interest margin for the year-to-date decreased compared to the same period of the previous year, due to continued low interest rates and the maturity or pay down of higher-yielding earning assets.

Provision for Loan Losses

The Company s provision for loan loss for the third quarter of 2013 was virtually zero, primarily due to reductions in adversely graded loans. Management believes the allowance for loan losses is appropriate based upon management s best estimate of probable losses that have been incurred within the existing loan portfolio. Should any

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of the factors considered by management in evaluating the appropriate level of the allowance for loan losses change, the Company s estimate of probable loan losses could also change, which could affect the amount of future provisions for loan losses. Net loan charge-offs were $111,000 for the third quarter of 2013, compared to $411,000 for the third quarter of 2012. The rate of net charge-offs to average total loans is presented in the preceding table.

For the nine months ended September 30, 2013, the Company s provision for loan losses was $804,000 compared to $654,000 for the same period of 2012. Net loan charge-offs were $670,000 compared to $1.1 million for the same period of the prior year.

Noninterest Income

Noninterest income totaled $23.7 million for the third quarter of 2013 compared to $22.1 million for the third quarter of 2012. Service charges on deposits have increased due to an increase in deposit accounts and a higher volume of customer overdrafts.

Noninterest income for the nine months ended September 30, 2013 totaled $67.9 million compared to $65.9 million for the nine months ended September 30, 2012. The increase year over year was due to increases in service charges on deposits, trust revenue and insurance commissions, partially offset by a $4.5 million pretax securities gain from the sale of an investment by Council Oak Investment Corporation in the first quarter of 2012.

The Company had fees from debit card usage totaling $13.2 million and $12.3 million during the nine months ended September 30, 2013 and 2012, respectively. The Dodd-Frank Act has given the Federal Reserve the authority to establish rules regarding debit card interchange fees charged for electronic debit transactions by payment card issuers. Because of the uncertainty as to any future rulemaking by the Federal Reserve and the inability to forecast competitive responses, the Company cannot provide any assurance as to the ultimate impact of the Dodd-Frank Act on the amount of fees from debit card usage reported in future periods.

Noninterest Expense

For the third quarter of 2013, noninterest expense totaled $43.3 million compared to $42.5 million for the third quarter of 2012.

For the nine months ended September 30, 2013, noninterest expense totaled $127.7 million compared to $127.1 million for the nine months ended September 30, 2012. Noninterest expense increased partly due to an increase in salaries and employee benefits. Also, noninterest expense in 2012 included $1.6 million in merger related costs and approximately $500,000 of expenses related to the sale of an investment by the Company s Small Business Investment Corporation, Council Oak Investment Corporation, a wholly-owned subsidiary of BancFirst. Additionally, the net expense from other real estate owned for the first nine months of 2012 was approximately $499,000 higher than for the first nine months of 2013.

Income Taxes

The Company s effective tax rate on income before taxes was 31.2% for the third quarter of 2013, compared to 31.6% for the third quarter of 2012.

The Company s effective tax rate on income before taxes was 33.7% for the first nine months of 2013, compared to 34.8% for the first nine months of 2012. Additional tax credits have reduced the Company s effective tax rate in 2013.

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FINANCIAL POSITION

BANCFIRST CORPORATION

SELECTED CONSOLIDATED FINANCIAL DATA

(Dollars in thousands, except per share data)

	September 30, 2013 (unaudited)	December 31, 2012	September 30, 2012 (unaudited)
Balance Sheet Data			
Total assets	$ 5,926,730	$ 6,022,250	$ 5,836,751
Total loans	3,358,938	3,242,427	3,116,096
Allowance for loan losses	38,859	38,725	37,258
Securities	474,640	562,542	540,475
Deposits	5,309,464	5,440,830	5,253,505
Stockholders equity	545,973	519,567	510,387
Book value per share	35.69	34.09	33.58
Tangible book value per share	32.08	30.37	29.82
Average loans to deposits (year-to-date)	63.13%	60.27%	60.11%
Average earning assets to total assets (year-to-date)	92.65	92.73	92.66
Average stockholders equity to average assets (year-to-date)	9.24	8.79	8.78
Asset Quality Ratios			
Nonperforming and restructured loans to total loans	1.02%	1.20%	1.30%
Nonperforming and restructured assets to total assets	0.72	0.81	0.86
Allowance for loan losses to total loans	1.16	1.19	1.20
Allowance for loan losses to nonperforming and restructured loans	113.00	99.42	91.73

Cash, Federal Funds Sold and Interest-Bearing Deposits with Banks

The aggregate of cash and due from banks, interest-bearing deposits with banks, and Federal funds sold as of September 30, 2013 decreased $118.9 million from December 31, 2012 and $85.7 million from September 30, 2012. The higher level at year-end 2012 was due primarily to funds provided by the temporary influx of deposits at year-end 2012 and efforts by the Company to move certain commercial deposits into sweep accounts. Federal funds sold consist of overnight investments of excess funds with other financial institutions. Due to the Federal Reserve Bank s intervention into the funds market that has resulted in near zero overnight Federal funds rates, the Company has continued to maintain the majority of its excess funds with the Federal Reserve Bank. The Federal Reserve Bank pays interest on these funds based upon the lowest target rate for the maintenance period which continues to be 0.25%.

Securities

At September 30, 2013, total securities decreased $87.9 million compared to December 31, 2012 and decreased $65.8 million compared to September 30, 2012. The size of the Company s securities portfolio is determined by the Company s liquidity and asset/liability management. The net unrealized gain on securities available for sale, before taxes, was $6.0 million at September 30, 2013, compared to an unrealized gain of $9.7 million at December 31, 2012, and an unrealized gain of $10.3 million at September 30, 2012. These unrealized gains are included in the Company s stockholders equity as accumulated other comprehensive income, net of income tax, in the amounts of $3.9 million, $6.3 million and $6.7 million respectively.

Loans (Including Acquired Loans)

At September 30, 2013, total loans were up $116.5 million from December 31, 2012 and up $242.8 million from September 30, 2012, due to internal growth.

Allowance for Loan Losses/Fair Value Adjustments on Acquired Loans

At September 30, 2013, the allowance for loan losses represented 1.16% of total loans, compared to 1.19% at December 31, 2012, and 1.20% at September 30, 2012.

The fair value adjustment on acquired loans consists of an interest rate component to adjust the effective rates on the loans to market rates and a credit component to adjust for estimated credit exposures in the acquired loans. The credit component of the adjustment was $2.3 million at September 30, 2013, $2.8 million at December 31, 2012, and $3.1 million at September 30, 2012 while the acquired loans outstanding were $72.9 million, $108.5 million and $136.6 million, respectively. The decrease from the third quarter of 2012 was due to improved credit quality of the loans, loan payoffs and the early settlement of the loan escrow agreement related to one of the bank acquisitions.

Nonperforming and Restructured Assets

Nonperforming and restructured assets totaled $42.8 million at September 30, 2013, compared to $48.5 million at December 31, 2012 and $50.4 million at September 30, 2012. The Company s level of nonperforming and restructured assets has continued to be relatively low.

Nonaccrual loans totaled $15.1 million at September 30, 2013, compared to $20.5 million at the end of 2012. Nonaccrual loans decreased $5.1 million due primarily to the resolution of several loans. The Company s nonaccrual loans are primarily commercial and real estate loans. Nonaccrual loans negatively impact the Company s net interest margin. A loan is placed on nonaccrual status when, in the opinion of management, the future collectability of interest or principal or both is in serious doubt. Interest income is recognized on certain of these loans on a cash basis if the full collection of the remaining principal balance is reasonably expected. Otherwise, interest income is not recognized until the principal balance is fully collected. Total interest income, which was not accrued on nonaccrual loans outstanding, was approximately $1.3 million for the nine months ended September 30, 2013 and $1.0 million for the nine months ended September 30, 2012. Only a small amount of this interest is expected to be ultimately collected.

Other real estate owned and repossessed assets totaled $8.4 million at September 30, 2013, compared to $9.6 million at December 31, 2012 and $9.8 million at September 30, 2012.

Potential problem loans are performing loans to borrowers with a weakened financial condition, or which are experiencing unfavorable trends in their financial condition, which causes management to have concerns as to the ability of such borrowers to comply with the existing repayment terms. The Company had approximately $5.1 million of these loans at September 30, 2013 compared to $5.3 million at December 31, 2012 and $5.2 million at September 30, 2012. Potential problem loans are not included in nonperforming and restructured loans. In general, these loans are adequately collateralized and have no specific identifiable probable loss. Loans which are considered to have identifiable probable loss potential are placed on nonaccrual status, are allocated a specific allowance for loss or are directly charged-down, and are reported as nonperforming.

Liquidity and Funding

Deposits

At September 30, 2013, total deposits decreased $131.4 million compared to December 31, 2012 and increased $56.0 million compared to September 30, 2012. The decrease from December 2012 was due to a temporary influx of deposits at year end 2012 and efforts by the Company to move certain commercial deposits into sweep accounts. The Company s core deposits provide it with a stable, low-cost funding source. The Company s core deposits as a percentage of total deposits were 93.3% at September 30, 2013, compared to 92.8% at December 31, 2012 and 92.6% at September 30, 2012. Noninterest-bearing deposits to total deposits were 38.1% at September 30, 2013, compared to 37.1% at December 31, 2012 and 36.7% at September 30, 2012.

Short-Term Borrowings

Short-term borrowings, consisting primarily of Federal funds purchased and repurchase agreements are another source of funds for the Company. The level of these borrowings is determined by various factors, including customer demand and the Company s ability to earn a favorable spread on the funds obtained. Short-term borrowings were $5.1 million at September 30, 2013, compared to $4.6 million from December 31, 2012 and $5.7 million at September 30, 2012.

Long-Term Borrowings

The Company has a line of credit from the Federal Home Loan Bank (FHLB) of Topeka, Kansas to use for liquidity or to match-fund certain long-term fixed rate loans. The Company s assets, including residential first mortgages of $554.7 million, are pledged as collateral for the borrowings under the line of credit. As of September 30, 2013 the Company had approximately $8.9 million in advances outstanding, compared to $9.2 million at December 31, 2012 and $11.3 million at September 30, 2012. The advances mature at varying dates through 2014.

There have not been any other material changes from the liquidity and funding discussion included in Management s Discussion and Analysis in the Company s Annual Report on Form 10-K for the year ended December 31, 2012.

Capital Resources

Stockholders equity totaled $546.0 million at September 30, 2013, compared to $519.6 million at December 31, 2012 and $510.4 million at September 30, 2012. In addition to net income of $40.5 million, other changes in stockholders equity during the nine months ended September 30, 2013 included $3.6 million related to stock option exercises and $1.1 million related to stock-based compensation, that were partially offset by $13.6 million in dividends, $2.7 million of common stock acquired and canceled, and a $2.4 million decrease in other comprehensive income. The Company s leverage ratio and total risk-based capital ratio were 8.75% and 14.72%, respectively, at September 30, 2013, well in excess of the regulatory minimums.

See Note (7) of the Notes to the Consolidated Financial Statements for a discussion of capital ratio requirements.

CONTRACTUAL OBLIGATIONS

There have not been any material changes in the resources required for scheduled repayments of contractual obligations from the table of Contractual Cash Obligations included in Management s Discussion and Analysis, which was included in the Company s Annual Report on Form 10-K for the year ended December 31, 2012.

BANCFIRST CORPORATION

CONSOLIDATED AVERAGE BALANCE SHEETS AND INTEREST MARGIN ANALYSIS

(Unaudited)

Taxable Equivalent Basis (Dollars in thousands)

	Three Months Ended September 30,					
	2013			2012		
	Average Balance	Interest Income/ Expense	Average Yield/ Rate	Average Balance	Interest Income/ Expense	Average Yield/ Rate
ASSETS						
Earning assets:						
Loans (1)	$ 3,297,360	$ 41,766	5.03%	$ 3,093,928	$ 42,112	5.40%
Securities taxable	453,614	1,097	0.96	516,187	1,681	1.29
Securities tax exempt	40,549	438	4.28	47,649	563	4.69
Interest-bearing deposits w/ banks & FFS	1,601,947	1,031	0.26	1,667,921	1,071	0.25
Total earning assets	5,393,470	44,332	3.26	5,325,685	45,427	3.38
Nonearning assets:						
Cash and due from banks	173,030			141,353		
Interest receivable and other assets	302,772			306,079		
Allowance for loan losses	(39,284)			(37,533)		
Total nonearning assets	436,518			409,899		
Total assets	$ 5,829,988			$ 5,735,584		
LIABILITIES AND STOCKHOLDERS EQUITY						
Interest-bearing liabilities:						
Transaction deposits	$ 629,765	$ 155	0.10%	$ 693,616	$ 224	0.13%
Savings deposits	1,838,186	1,051	0.23	1,783,662	1,412	0.31
Time deposits	790,106	1,643	0.82	854,967	2,093	0.97
Short-term borrowings	4,921	1	0.05	6,521	7	0.43
Long-term borrowings	9,584	52	2.16	11,282	84	2.95
Junior subordinated debentures	26,804	492	7.29	26,804	492	7.28
Total interest-bearing liabilities	3,299,366	3,394	0.41	3,376,852	4,312	0.51
Interest-free funds:						
Noninterest-bearing deposits	1,965,052			1,825,053		
Interest payable and other liabilities	24,107			27,404		
Stockholders equity	541,463			506,275		

Total interest free funds	2,530,622			2,358,732		
Total liabilities and stockholders equity	$ 5,829,988			$ 5,735,584		
Net interest income		$ 40,938			$ 41,115	
Net interest spread			2.85%			2.87%
Effect of interest free funds			0.16%			0.19%
Net interest margin			3.01%			3.06%

(1) Nonaccrual loans are included in the average loan balances and any interest on such nonaccrual loans is recognized on a cash basis.

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BANCFIRST CORPORATION

CONSOLIDATED AVERAGE BALANCE SHEETS AND INTEREST MARGIN ANALYSIS

(Unaudited)

Taxable Equivalent Basis (Dollars in thousands)

	Nine Months Ended September 30,					
	2013			2012		
	Average Balance	Interest Income/ Expense	Average Yield/ Rate	Average Balance	Interest Income/ Expense	Average Yield/ Rate
ASSETS						
Earning assets:						
Loans (1)	$ 3,251,226	$ 124,589	5.12%	$ 3,064,584	$ 126,126	5.48%
Securities taxable	497,410	3,745	1.01	523,953	6,174	1.57
Securities tax exempt	42,769	1,452	4.54	50,874	1,847	4.84
Interest-bearing deposits w/ banks & FFS	1,560,303	2,980	0.26	1,620,688	3,105	0.26
Total earning assets	5,351,708	132,766	3.32	5,260,099	137,252	3.48
Nonearning assets:						
Cash and due from banks	156,353			144,471		
Interest receivable and other assets	307,092			309,874		
Allowance for loan losses	(38,904)			(37,610)		
Total nonearning assets	424,541			416,735		
Total assets	$ 5,776,249			$ 5,676,834		
LIABILITIES AND STOCKHOLDERS EQUITY						
Interest-bearing liabilities:						
Transaction deposits	$ 654,217	$ 486	0.10%	$ 718,997	$ 758	0.14%
Savings deposits	1,803,802	3,143	0.23	1,737,242	4,356	0.33
Time deposits	806,530	5,149	0.85	871,749	6,747	1.03
Short-term borrowings	4,554	4	0.13	7,255	23	0.42
Long-term borrowings	9,707	176	2.42	12,832	280	2.91
Junior subordinated debentures	26,804	1,474	7.35	32,504	1,643	6.73
Total interest-bearing liabilities	3,305,614	10,432	0.42	3,380,579	13,807	0.54
Interest-free funds:						
Noninterest-bearing deposits	1,915,265			1,770,283		
Interest payable and other liabilities	21,884			27,749		
Stockholders equity	533,486			498,223		

Total interest free funds	2,470,635			2,296,255		
Total liabilities and stockholders equity	$ 5,776,249			$ 5,676,834		
Net interest income		$ 122,334			$ 123,445	
Net interest spread			2.90%			2.94%
Effect of interest free funds			0.16%			0.19%
Net interest margin			3.06%			3.13%

(1) Nonaccrual loans are included in the average loan balances and any interest on such nonaccrual loans is recognized on a cash basis.

Item 3. Quantitative and Qualitative Disclosures About Market Risk.

There have been no significant changes in the Registrant s disclosures regarding market risk since December 31, 2012, the date of its most recent annual report to stockholders.

Item 4. Controls and Procedures.

The Company s Chief Executive Officer, Chief Financial Officer and Disclosure Committee, which includes the Company s Chief Risk Officer, Chief Asset Quality Officer, Chief Internal Auditor, Senior Financial Officer, Treasurer, Controller, and General Counsel have evaluated, as of the last day of the period covered by this report, the Company s disclosure controls and procedures. Based on their evaluation they concluded that the disclosure controls and procedures of the Company are effective to ensure that information required to be disclosed by the Company in the reports filed or submitted by it under the Securities Exchange Act of 1934 is recorded, processed, summarized and reported, within the time periods specified in the applicable rules and forms.

No changes were made to the Company s internal control over financial reporting during the period covered by this report that has materially affected, or is reasonably likely to materially affect, the Company s internal control over financial reporting.

PART II OTHER INFORMATION

Item 1. Legal Proceedings.

The Company has been named as a defendant in various legal actions arising from the conduct of its normal business activities. Although the amount of any liability that could arise with respect to these actions cannot be accurately predicted, in the opinion of the Company, any such liability will not have a material adverse effect on the consolidated financial statements of the Company.

Item 1A. Risk Factors.

As of September 30, 2013, there have been no material changes from the risk factors previously disclosed in Part I, Item 1A, of the Company s Annual Report on Form 10-K for the year ended December 31, 2012.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds.

The following table provides information with respect to purchases made by or on behalf of the Company or any affiliated purchaser (as defined in Rule 10b-18(a)(3) under the Securities Exchange Act of 1934), of the Company s common stock during the three months ended September 30, 2013.

Period	Total Number of Shares Purchased	Average Price Paid Per Share	Total Number of Shares Purchased as Part of Publicly Announced Plan	Maximum Number of Shares That May Yet Be Purchased Under the Plan at the End of the Period
July 1, 2013 to July 31, 2013	20,600(1)	$ 50.76		194,723
August 1, 2013 to August 31, 2013				194,723
September 1, 2013 to September 30, 2013				194,723

(1) Represents private transactions with individual shareholders.

Item 3. Defaults Upon Senior Securities.

None.

Item 4. Mine Safety Disclosures.

None.

Item 5. Other Information.

None.

Item 6. Exhibits.

Exhibit Number	Exhibit
3.1	Second Amended and Restated Certificate of Incorporation of BancFirst Corporation (filed as Exhibit 1 to the Company s 8-A/A filed July 23, 1998 and incorporated herein by reference).
3.2	Certificate of Amendment of the Second Amended and Restated Certificate of Incorporation of BancFirst Corporation dated June 15, 2004 (filed as Exhibit 3.5 to the Company s Quarterly Report on Form 10-Q for the Quarter Ended June 30, 2004 and incorporated herein by reference).
3.3	Amended By-Laws (filed as Exhibit 3.2 to the Company s Annual Report on Form 10-K for the Year Ended December 31, 1992 and incorporated herein by reference).
3.4	Resolution of the Board of Directors amending Section XXVII of the Company s By-Laws (filed as Exhibit 3.1 to the Company s Current Report on Form 8-K dated February 26, 2004 and incorporated herein by reference).
3.5	Amendment to Amended By-Laws, amending Article XVI, Section 1 and Article XVII, Section 1 of the Company s By-Laws (filed as Exhibit 3.1 to the Company s Current Report on Form 8-K dated February 28, 2008 and incorporated herein by reference).
3.6	Certificate of Amendment of the Second Amended and Restated Certificate of Incorporation of BancFirst Corporation dated May 23, 2013 (filed as Exhibit 3.1 to the Company s Current Report on Form 8-K dated May 29, 2013 and incorporated herein by reference).
4.1	Instruments defining the rights of securities holders (see Exhibits 3.1, 3.2, 3.3 and 3.4 above).
4.2	Rights Agreement, dated as of February 25, 1999, between BancFirst Corporation and BancFirst, as Rights Agent, including as Exhibit A the form of Certificate of Designations of the Company setting forth the terms of the Preferred Stock, as Exhibit B the form of Right Certificate and as Exhibit C the form of Summary of Rights Agreement (filed as Exhibit 4.1 to the Company s 8-K dated January 28, 2009 and incorporated herein by reference).
4.3	Amendment No. 1 to Rights Agreement, dated as of February 25, 1999, between BancFirst Corporation and BancFirst, as Rights Agent (filed as Exhibit 4.2 to the Company s 8-K dated January 28, 2009 and incorporated herein by reference).
4.4	Form of Amended and Restated Trust Agreement relating to the 7.20% Cumulative Trust Preferred Securities of BFC Capital Trust II (filed as Exhibit 4.5 to the Company s registration statement on Form S-3/A, File No. 333-112488 dated February 23, 2004, and incorporated herein by reference).
4.5	Form of 7.20% Cumulative Trust Preferred Security Certificate for BFC Capital Trust II (filed as Exhibit D to Exhibit 4.5 to the Company s registration statement on Form S-3/A, File No. 333-112488 dated February 23, 2004, and incorporated herein by reference).
4.6	Form of Indenture relating to the 7.20% Junior Subordinated Deferrable Interest Debentures of BancFirst Corporation issued to BFC Capital Trust II (filed as Exhibit 4.1 on Form S-3 to the Company s registration statement, File No. 333-112488 dated February 4, 2004, and incorporated herein by reference).
4.7	Form of Certificate of 7.20% Junior Subordinated Deferrable Interest Debenture of BancFirst Corporation (filed as Exhibit 4.2 on Form S-3 to the Company s registration statement, File No.

333-112488 dated February 4, 2004, and incorporated herein by reference).

4.8	Form of Guarantee of BancFirst Corporation relating to the 7.20% Cumulative Trust Preferred Securities of BFC Capital Trust II (filed as Exhibit 4.7 to the Company s registration statement on Form S-3/A, File No. 333-112488 dated February 23, 2004, and incorporated herein by reference).
4.9	Form of Indenture relating to the Union National Bancshares, Inc. (BancFirst Corp. as successor) Fixed/Floating Rate Junior Subordinated Deferrable Interest Debentures, Form of Fixed/Floating Rate Junior Subordinated Deferrable Interest Debenture, and Form of Certificate to Trustee (filed as Exhibit 4.9 to the Company s Annual Report on Form 10-K for the Year Ended December 31, 2010 and incorporated herein by reference).
4.10	Form of Indenture relating to the FBC Financial Corporation (BancFirst Corp. as successor) Floating Rate Junior Subordinated Deferrable Interest Debentures, Form of Floating Rate Junior Subordinated Deferrable Interest Debenture, and Form of Certificate to Trustee (filed as Exhibit 4.10 to the Company s Quarterly Report on Form 10-Q for the Quarter ended September 30, 2011 and incorporated herein by reference).

Exhibit Number	Exhibit
10.1	BancFirst Corporation Employee Stock Ownership and Trust Agreement adopted December 21, 2006 effective January 1, 2007 (filed as Exhibit 10.2 to the Company s Quarterly Report on Form 10-Q for the Quarter ended March 31, 2008 and incorporated herein by reference).
10.2	Second Amended and Restated BancFirst Corporation Non-Employee Directors Stock Option Plan (filed as Exhibit 10.7 to the Company s Quarterly Report on Form 10-Q for the Quarter Ended June 30, 2009 and incorporated herein by reference).
10.3	Third Amended and Restated BancFirst Corporation Directors Deferred Stock Compensation Plan (filed as Exhibit 10.8 to the Company s Quarterly Report on Form 10-Q for the Quarter Ended June 30, 2009 and incorporated herein by reference).
10.4	Amended and Restated BancFirst Corporation Thrift Plan adopted March 25, 2010 effective January 1, 2010 (filed as Exhibit 10.6 to the Company s Quarterly Report on Form 10-Q for the Quarter Ended June 30, 2010 and incorporated herein by reference).
10.5	Amendment (Code Section 415 Compliance) to the BancFirst Corporation Employee Stock Ownership Plan and Trust Agreement, adopted July 23, 2009. (filed as Exhibit 10.7 to the Company s Quarterly Report on Form 10-Q for the Quarter Ended June 30, 2010 and incorporated herein by reference).
10.6	Amendment (Pension Protection Act, Heart Act and the Worker, Retiree, and Employer Recovery Act) to the BancFirst Corporation Employee Stock Ownership Plan and Trust Agreement, adopted December 17, 2009 (filed as Exhibit 10.8 to the Company s Quarterly Report on Form 10-Q for the Quarter Ended June 30, 2010 and incorporated herein by reference).
10.7	Amendment to the Amended and Restated BancFirst Corporation Thrift Plan adopted December 16, 2010 effective January 1, 2011 (filed as Exhibit 10.9 to the Company s Annual Report on Form 10-K for the Year Ended December 31, 2010 and incorporated herein by reference).
10.8	Amendment to the Amended and Restated BancFirst Corporation Thrift Plan adopted October 27, 2011 effective October 1, 2011 (filed as Exhibit 10.9 to the Company s Annual Report on Form 10-K for the Year Ended December 31, 2011 and incorporated herein by reference).
10.9	Amendment to the Amended and Restated BancFirst Corporation Employee Stock Ownership Plan adopted October 27, 2011 effective October 1, 2011 (filed as Exhibit 10.10 to the Company s Annual Report on Form 10-K for the Year Ended December 31, 2011 and incorporated herein by reference).
10.10	Eleventh Amended and Restated BancFirst Corporation Stock Option Plan (filed as Exhibit 10.10 to the Company s Quarterly Report on Form 10-Q for the Quarter Ended June 30, 2013 and incorporated herein by reference).
31.1*	Chief Executive Officer s Certification pursuant to Rule 13a-14(a) or Rule 15d-14(a).
31.2*	Chief Financial Officer s Certification pursuant to Rule 13a-14(a) or Rule 15d-14(a).
32.1*	CEO s Certification Pursuant to 18 U.S.C. Section 1350, As Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
32.2*	CFO s Certification Pursuant to 18 U.S.C. Section 1350, As Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
101.INS*	XBRL Instance Document
101.SCH*	XBRL Taxonomy Extension Schema
101.CAL*	XBRL Taxonomy Extension Calculation Linkbase

101.DEF*	XBRL Taxonomy Extension Definition Linkbase
101.LAB*	XBRL Taxonomy Extension Label Linkbase
101.PRE*	XBRL Taxonomy Extension Presentation Linkbase

* Filed herewith.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

	BANCFIRST CORPORATION (Registrant)
Date: November 12, 2013	/s/ David E. Rainbolt David E. Rainbolt President Chief Executive Officer (Principal Executive Officer)
Date: November 12, 2013	/s/ Randy Foraker Randy Foraker Executive Vice President Interim Chief Financial Officer and Chief Risk Officer (Principal Financial and Accounting Officer)