

SOUTHSIDE BANCSHARES INC  
 Form 4  
 November 24, 2008

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL  
 OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**GIBSON LEE R**

2. Issuer Name and Ticker or Trading Symbol  
**SOUTHSIDE BANCSHARES INC [SBSI]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
**SOUTHSIDE BANCSHARES INC, 1201 SOUTH BECKHAM**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**11/24/2008**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**Executive Vice President**

**TYLER, TX 75701**  
 (City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
|                                 |                                      |  |                                | Code  | V   | Amount   |                                   |
| Common Stock                    | 11/24/2008                           |  | M                              | A   | \$ 5.42   | 2,211  | D                                 |
| Common Stock                    | 11/24/2008                           |  | S                              | D   | \$ 21.49  | 1,811  | D                                 |
| Common Stock                    |                                      |  |                                |   |   | 8,636.31   | I by ESOP                         |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form**

SEC 1474 (9-02)

displays a currently valid OMB control number.

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price or Value of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|
| Incentive Stock Option (right to buy)      | \$ 5.42  | 11/24/2008                           |  | M                              | 537   | (1) 06/10/2009   | Common Stock  | 537   |
| Incentive Stock Option (right to buy)      | \$ 5.42  | 11/24/2008                           |  | M                              | 500   | (1) 06/10/2009   | Common Stock  | 500   |
| Incentive Stock Option (right to buy)      | \$ 5.42  | 11/24/2008                           |  | M                              | 300   | (1) 06/10/2009   | Common Stock  | 300   |
| Incentive Stock Option (right to buy)      | \$ 5.42  | 11/24/2008                           |  | M                              | 400   | (1) 06/10/2009   | Common Stock  | 400   |
| Incentive Stock Option (right to buy)      | \$ 5.42  | 11/24/2008                           |  | M                              | 202   | (1) 06/10/2009   | Common Stock  | 202   |
| Incentive Stock Option (right to buy)      | \$ 5.42  | 11/24/2008                           |  | M                              | 300   | (1) 06/10/2009   | Common Stock  | 300   |

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|                                       |         |            |   |     |            |            |              |     |    |  |  |
|---------------------------------------|---------|------------|---|-----|------------|------------|--------------|-----|----|--|--|
| buy)                                  |         |            |   |     |            |            |              |     |    |  |  |
| Incentive Stock Option (right to buy) | \$ 5.42 | 11/24/2008 | M | 100 | <u>(1)</u> | 06/10/2009 | Common Stock | 100 | \$ |  |  |
| Incentive Stock Option (right to buy) | \$ 5.42 | 11/24/2008 | M | 100 | <u>(1)</u> | 06/10/2009 | Common Stock | 100 | \$ |  |  |
| Incentive Stock Option (right to buy) | \$ 5.42 | 11/24/2008 | M | 500 | <u>(1)</u> | 06/10/2009 | Common Stock | 500 | \$ |  |  |
| Incentive Stock Option (right to buy) | \$ 5.42 | 11/24/2008 | M | 198 | <u>(1)</u> | 06/10/2009 | Common Stock | 198 | \$ |  |  |
| Incentive Stock Option (right to buy) | \$ 5.42 | 11/24/2008 | M | 100 | <u>(1)</u> | 06/10/2009 | Common Stock | 100 | \$ |  |  |
| Incentive Stock Option (right to buy) | \$ 5.42 | 11/24/2008 | M | 563 | <u>(1)</u> | 06/10/2009 | Common Stock | 563 | \$ |  |  |
| Incentive Stock Option (right to buy) | \$ 5.42 | 11/24/2008 | M | 100 | <u>(1)</u> | 06/10/2009 | Common Stock | 100 | \$ |  |  |
| Incentive Stock Option (right to buy) | \$ 5.42 | 11/24/2008 | M | 600 | <u>(1)</u> | 06/10/2009 | Common Stock | 600 | \$ |  |  |
| Incentive Stock Option (right to buy) | \$ 5.42 | 11/24/2008 | M | 100 | <u>(1)</u> | 06/10/2009 | Common Stock | 100 | \$ |  |  |

Incentive  
Stock  
Option  
(right to  
buy)

\$ 5.42

11/24/2008

M

400

(1)

06/10/2009

Common  
Stock

400

\$

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                          |       |
|---|---------------|-----------|--------------------------|-------|
|   | Director      | 10% Owner | Officer                  | Other |
| GIBSON LEE R<br>SOUTHSIDE BANCSHARES INC<br>1201 SOUTH BECKHAM<br>TYLER, TX 75701 |               |           | Executive Vice President |       |

## Signatures

Lee R. Gibson

11/24/2008

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Vested 20% per year and became fully exercisable 06/10/2004.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.