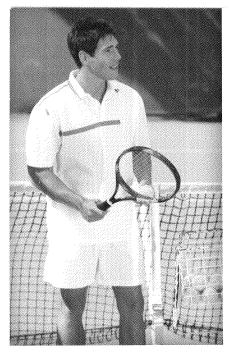
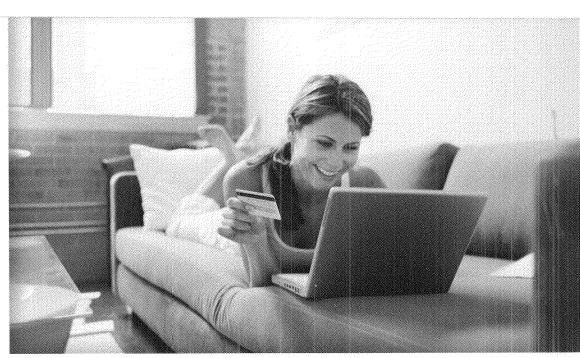


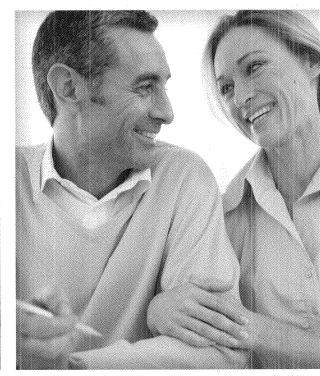


FIRST FINANCIAL BANKSHARES, INC."

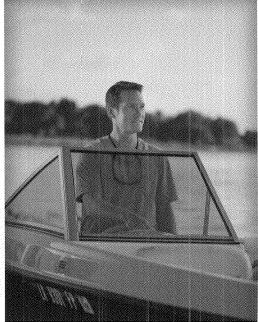






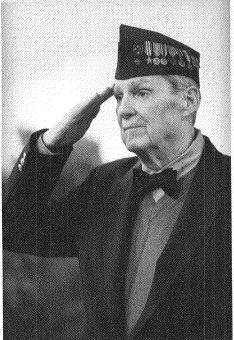












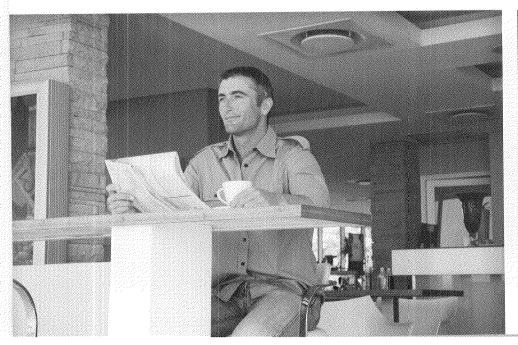


# You, First.

First Financial Bank is not your everyday bank. Which is exactly why, for so many people and businesses, First Financial Bank is their bank. In fact, while many are asking these days, "Is it possible to like your bank?", our customers are responding with a resounding, "Yes!" as indicated by our ratings in the 2011 J.D. Power U.S. Retail Banking Satisfaction Study.

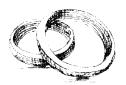
So what sets us apart from other banks? Our customers are our priority. Period. The End. They always come first whether we're talking about personal banking, business banking, giving a customer a ride home on a rainy day or changing a flat tire for a customer. If those last two made you pause, they should. Wow, a banker giving a customer a ride home? That is customer service. That's You, First. In

this year's annual report, along with the facts and figures about our banks, we'll be sharing some of the customer service stories that have wowed our customers this year – stories that reflect our unique approach. In the First Financial Bank world of banking, there is a natural order – You, First.





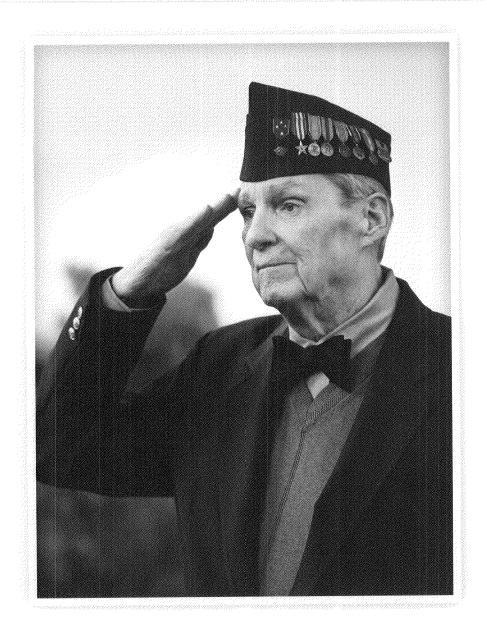




### - The Banker And The Bride-To-Be, A Match Made In Hereford -

harlene Sanders in our Hereford bank never really thought of herself as a wedding planner or a guardian angel, but one day a while back she became a little bit of both. It started when a customer came into the bank visibly upset. Apparently, she had locked her keys in her car and needed a phone to call her fiancé. She tried him several times, but was unable to reach him, at which point she became even more distraught. Charlene had a hunch there might be more at play here than a woman locking her keys in her car. She invited the customer into her office to help her calm down. After visiting for several minutes, Charlene learned the woman was getting married

later that day and was out trying to get her pre-wedding errands done. The woman's distress now made perfect sense to Charlene. After several more attempts to reach her fiancé, Charlene took matters into her own hands – or wheels, you might say. She drove the bride-to-be several miles out in the country to her house, then waited while the woman found an extra set of car keys and drove her back to her car. The customer thanked Charlene and hurried off. She was able to get her errands done and still made it to the altar on time. As far as Charlene knows, the woman and her husband have been living happily ever after, which is how she likes every trip to her bank to end.





## - Our Most Important Transactions Don't Involve Money. They Involve People -

hen it comes to interacting with people, it's hard to beat Janis McDowell in our Sweetwater bank's Trust office. Janis read an article in the Sweetwater Reporter detailing the accomplishments of a local World War II veteran who happened to be one of Janis' customers at the bank. Janis knew the customer had recently moved into an assisted

living facility and had been experiencing some medical issues. She wanted to do something to lift his spirits, so she had the newspaper article framed and adorned the matting around the piece with U.S. Army symbols. Janis' gift was a big hit with her customer, who deeply appreciated her gesture and said it truly touched him.

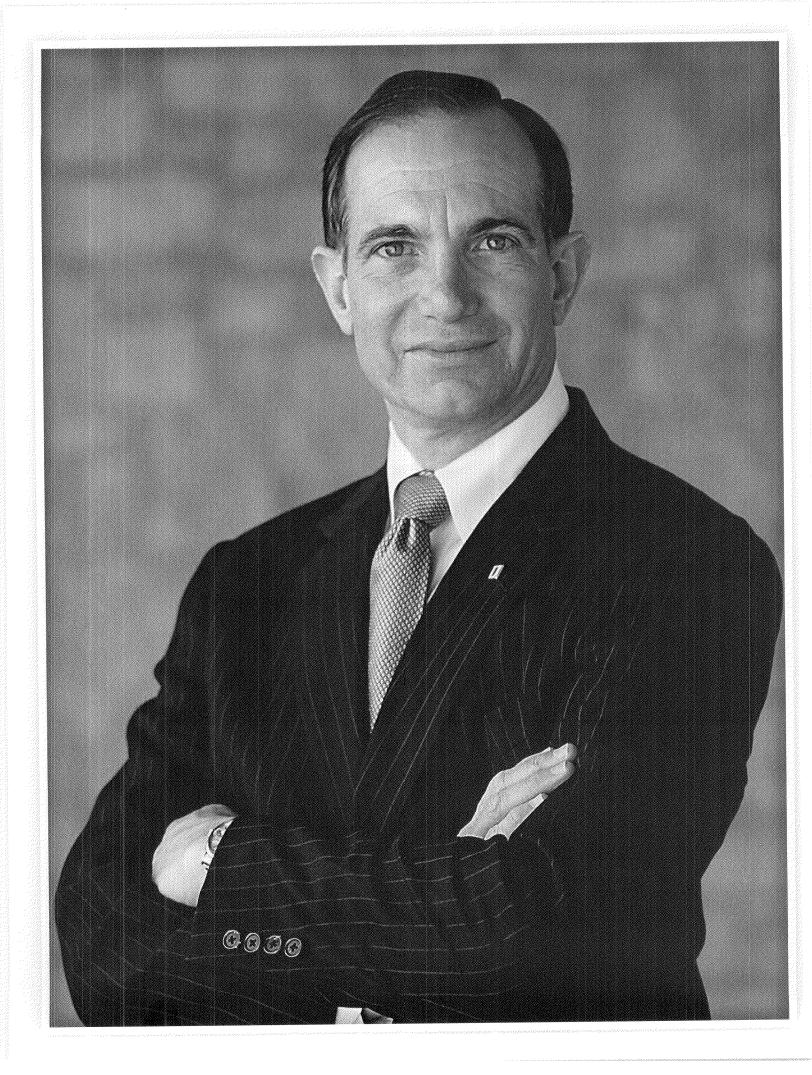




### - Do You Have Your Banker's Cell Phone Number? We're Guessing Not -

iving out a banker's personal phone number is not standard operating procedure at any bank, including ours. But Cecilia Cortez in our Huntsville bank has been known to make an exception, especially to accommodate a customer in need. Recently, a woman who was hearing and speech impaired came into the bank.

By exchanging written notes with the woman, Cecilia discovered she wanted to open a checking account, which Cecilia helped her do. Cecilia also learned that the woman felt most comfortable communicating via texts. So Cecilia gave the customer her personal cell phone number, allowing her to communicate with our bank anytime. Cecilia likes to say it's her own little twist on telephone banking.



### - A Letter To Our Shareholders -



ast year was the 25th straight year our company produced higher earnings, proving once again that doing what is right for our customers and communities is the right formula for serving our shareholders.

We delivered excellent results despite another year of sluggish economic activity for both Texas and the nation. Unemployment remained high, and the housing market remained weak. Economic crises in Europe added to the drag on our own economy. Additionally, the banking industry continued to face challenges from record-low interest rates and increased government regulations, including the onerous Dodd-Frank Act.

During these trying times, we stayed true to the integrity and conservative financial principles that have seen First Financial through difficult economic times throughout its 121-year history. And once again in 2011, our superior financial results brought us national recognition, including the following honors:

- Rated as the top publicly traded community bank in the nation and the sixth-best overall of public and private banks by SNL Financial, a leading provider of business intelligence services.
- Ranked number two on *Bank Director* magazine's list of top-performing banks. We have finished in one of the top two positions on this prestigious list for three consecutive years.
- Listed as one of only 40 banks nationwide (out of nearly 400 screened) to be named to the KBW Bank Honor Roll, an annual listing of financial institutions with long-term and consistent profitability. The Honor Roll is sponsored by investment bank Keefe, Bruyette and Woods.
- Ranked number four in the nation on a list of "proven performers" compiled by Bank Intelligence, a financial
  services solution from information systems provider Fiserv. The list covers banks with assets of \$1 billion to
  \$10 billion.

"Putting customers first has always been part of our culture. It is one of the traits that we believe distinguish us within the banking industry."

- F. SCOTT DUESER

#### **PUTTING CUSTOMERS FIRST**

Putting customers first has always been part of our culture. It is one of the traits that we believe distinguish us within the banking industry. During 2011, our attention to customer service received national recognition, just as our financial results did. Our company ranked number two in Texas and number seven in the nation for superior customer service in the J.D. Power and Associates 2011 Retail Banking Satisfaction Study.

While we like to think that exceptional customer service is part of our corporate DNA, we leave nothing to chance. For example, in 2005 we launched our "Customer Service First" initiative, in which we examine everything we do from the perspective of our customers. The tagline for this program is "You, First." As you will see when reading the profile stories in this annual report, our employees go beyond the call of duty to create "WOW" events for our customers every day, in both large and small ways. Their stories inspire us, and we hope you will be moved by them as well; but the employees highlighted are only a small sampling of those who have earned what we call WOW Awards for extraordinary customer service. We are proud of our outstanding people for taking to heart the spirit of "You, First" in everything they do.

#### FINANCIAL RESULTS FOR 2011

Net income grew 14.6 percent to \$68.4 million from \$59.7 million in 2010. Net interest income, our largest source of revenue, grew 11.6 percent to \$152.0 million from \$136.2 million, despite another year of extremely low interest rates. However, the low interest rates put pressure on our net interest margin, a key profitability metric that expresses net interest income as a percentage of average interest-earning assets. Our net interest margin for 2011 declined to 4.62 percent from 4.68 percent for 2010.

For the second consecutive year, the provision for loan losses declined, dropping \$2.3 million from 2010. This decline reflected a loan portfolio with manageable credit quality, a lower level of net charge-offs and a stable amount of nonperforming assets and classified loans.

Noninterest income grew 4.0 percent to \$51.4 million from \$49.5 million in 2010. Noninterest expense rose 6.5 percent to \$104.6 million from \$98.3 million, due primarily to expenses related to our acquisition in late 2010 of The First State Bank in Huntsville, Texas.

As we have consistently done for many years, our company again outperformed its peer group of banks on several key financial metrics. Our return on average assets was 1.78 percent compared with 0.79 percent for our peers. Return on average equity was 14.44 percent compared with our peers' ROE of 7.37 percent. Our net interest margin of 4.62 percent surpassed our peer group's 3.86 percent, and our efficiency ratio (expenses as a proportion of revenues) of 48.37 percent beat the peer group's 65.16 percent.

The Company remained well capitalized at the end of 2011. Consolidated assets totaled \$4.12 billion, an increase of 9.1 percent from \$3.78 billion at the end of 2010. We experienced solid loan growth during the year, which helped us better deploy our low-interest assets and maintain our net interest margin at a higher level than our peers'. Loans at year-end totaled \$1.79 billion, a gain of 5.7 percent from \$1.69 billion at the end of 2010. Deposits amounted to \$3.33 billion, up 7.1 percent from \$3.11 billion. And shareholders' equity at year-end was \$508.5 million, up 15.1 percent from \$441.7 million.

Our First Financial Trust & Asset Management subsidiary experienced strong growth again last year. Total assets at year-end had a book value of \$1.91 billion, a 7.2 percent increase from \$1.78 billion at the end of 2010. During the year, the trust company's fee income increased 17.2 percent to \$12.7 million from \$10.8 million.

#### STRATEGIC INITIATIVES

The Huntsville bank acquisition, which closed in November 2010, was a key strategic event for us. It brought us additional geographic and market diversification and opened up potential new growth opportunities on the outskirts of Houston, the nation's fourth-largest city. We see parallels between the growth that is following the Huntsville acquisition and the growth we experienced during the past two decades from acquiring banks on the periphery of Dallas/Fort Worth. Today, these latter expansion banks make up 43 percent of the Company's total assets.

Our plan to integrate the Huntsville operation into the Company's systems and to expand the list of banking services available to our Walker County customers is running on schedule. We changed the name of the bank to First Financial Bank, Huntsville in February 2011, and in March we named Robert Pate as its Chief Executive Officer. Robert has been

with the First Financial organization since 1997 and has 30 years' experience in banking.

Another key initiative in 2011 was to further improve credit quality and minimize problem loans. In March, we announced the hiring of Marna Yerigan as Executive Vice President of Lending to work with our Dallas/Fort Worth-area banks. She has deep roots in Fort Worth and brings more than 25 years of Texas banking experience. The exceptional lending team Marna has joined is headed by Gary Gragg, Executive Vice President of Lending, based in Abilene.

At the April 2011 Annual Shareholders' Meeting, the Board of Directors announced a three-for-two stock split in the form of a 50 percent stock dividend. It was the Company's first stock split since 2005.

#### **FACILITIES EXPANSION**

Besides acquiring the Huntsville bank, we expanded our physical footprint in other ways last year. We opened a new branch office in Cisco and a new trust office in Lamesa. (We plan to open other new branches in Grapevine, Abilene and San Angelo during 2012.) We also built new state-of-the-art buildings in Southlake and downtown Cleburne to replace our older and less-efficient buildings. Additionally, we remodeled our Ridgeway branch in Cleburne, along with our Trophy Club and Sweetwater facilities, to further enhance customer service and make these locations more efficient. We are very pleased with each of the new buildings and the additional business that the enhancements have brought.

#### RECOGNITIONS

We want to thank Dian Graves Stai, who is retiring from the Company's Board of Directors at this year's Annual Shareholders' Meeting in April, for her 19 years of dedication and service to the Company. She is Chair of the Mansefeldt Investment Corporation, Director of the Dian Graves Owen Foundation and one of the top businesswomen in the United States. We will miss her counsel and support, and we thank her for her outstanding service.

#### LOOKING AHEAD

Despite near-term challenges, we see continued growth opportunities ahead, both internally and externally. We have the infrastructure and strong capital in place to make additional acquisitions, and we are constantly networking

with other Texas bankers to keep abreast of acquisition opportunities. The main challenges in the year ahead come from uncertainties about the U.S. and world economies and costly additional compliance burdens from new federal regulations for the banking industry. We will continue to monitor these developments closely and prudently steer the Company through them.

The Company's future will be bright if we stay focused on serving our customers well, doing the right thing for each and every one of them, each and every day. To our employees, we say thank you for enthusiastically embracing the spirit of "Customer Service First." We say thanks, as well, to you, our shareholders, for your loyalty and support.

F. Scott Dueser

Chairman, President and CEO

### SELECTED FINANCIAL DATA

### INTHOUSANDS (except for share data)

YEAR-END	TOTAL ASSETS	SHAREHOLDERS' Equity	NET INCOME	BASIC EARNINGS (PER SHARE)	CASH DIVIDENDS (PER SHARE)	STOCK DIVIDENDS AND SPLITS	YEAR-END BOOK VALUE (PER SHARE)	YEAR-END MARKET VALUE (PER SHARE)
<b>2</b> 002	\$1,993,183	\$238,768	\$33,953	\$1.10	\$0.54	_	\$7.73	\$15.20
2003	\$2,092,571	\$251,487	\$35,305	\$1.14	\$0.61	5/4 split	\$8.13	\$20.56
2004	\$2,315,224	\$265,545	\$39,171	\$1.27	\$0.67	_	\$8.56	\$22.41
2005	\$2,733,827	\$276,276	\$44,023	\$1.42	\$0.73	4/3 split	\$8.89	\$23.37
2006	\$2,850,165	\$300,901	\$46,029	\$1.48	\$0.79	-	\$9.67	\$27.91
2007	\$3,070,309	\$335,495	\$49,490	\$1.59	\$0.84	-	\$10.77	\$25.10
2008	\$3,212,385	\$368,782	\$53,164	\$1.71	\$0.89		\$11.82	\$36.81
2009	\$3,279,456	\$415,702	\$53,797	\$1.72	\$0.91	-	\$13.31	\$36.15
2010	\$3,776,367	\$441,688	\$59,659	\$1.91	\$0.91	-	\$14.06	\$34.17
2011	\$4,120,531	\$508,537	\$68,369	\$2.17	\$0.95	3/2 split	\$16.16	\$33.43
Ten-Year Compound Growth Rate Adjusted for sto	• 7.88% tock dividends and spli	9.06%	8.82%	8.57%	7.25%	_	8.83%	10.75%

### FINANCIAL HIGHLIGHTS

INTHOUSANDS except f	or share data)				NET INCOME GROWTH (INTHOUSANDS)
FOR THE YEAR	2010	2011	% INCREASE	2007	\$49,490
NET INCOME	\$59,659	\$68,369	14.60%	2008	\$53,164
Basic Earnings (PER SHARE)	\$1.91	\$2.17	13.61%	2009	\$53,797
Dividends Declared	\$28,385	\$29,790	4.95%	2010	\$59,659
Dividends (PER SHARE)	\$0.91	\$0.95	4.40%	2011	\$68,369
AVERAGES					RETURN ON AVERAGE EQUITY
Assets	\$3,402,274	\$3,848,327	13.11%	2007	15.87%
Securities	\$1,408,088	\$1,675,251	18.97%	2008	15.27%
Loans	\$1,543,537	\$1,715,266	11.13%	2009	13.63%
Deposits	\$2,758,584	\$3,139,338	13.80%	2010	13.74%
Shareholders' Equity	\$ 434,152	\$ 473,405	9.04%	2011	14.44%

#### 2011 COMMON STOCK MARKET VALUE AND DIVIDEND DATA

QUARTER	HIGH	LOW	CLOSE	DIVIDENDS
Fourth	\$34,19	\$25.01	\$33.43	\$0.24
Third	\$34.90	\$24.56	\$26.16	\$0.24
Second	\$37.16	\$32.16	\$34.45	\$0.24
First	\$35.55	\$32.00	\$34.25	\$0.23

#### **NET INTEREST MARGIN**

2007	4.43%
2008	4.67%
2009	4.80%
2010	4.68%
2011	4.62%

### 2010 COMMON STOCK MARKET VALUE AND DIVIDEND DATA

QUARTER	HIGH	LOW	CLOSE	DIVIDENDS
Fourth	\$35.31	\$30.67	\$34.17	\$0.23
Third	\$33.89	\$29.03	\$31.33	\$0.23
Second	\$36.63	\$32.06	\$32.06	\$0.23
First	\$36.68	\$33.34	\$34.37	\$0.23

### RETURN ON AVERAGE ASSETS

2007	1.72%
2008	1.74%
2009	1.72%
2010	1.75%
2011	1.78%

#### INTHOUSANDS (except for share data)

	,120,531 9.1	1%
	,120,531 9.1	1%
,546,242 \$1	,844,998 19.3	2%
,690,346 \$1	,786,544 5.69	<b>3</b> %
,113,301 \$3	,334,798 7.1	1%
441,688 \$	508,537 15.13	3%
4.06 \$1	6.16 14.94	1%
,783,396 \$1	.911,682 7.19	3%
	,113,301 \$3 441,688 \$ 4.06 \$1	,113,301 \$3,334,798 7.11 441,688 \$ 508,537 15.13 4.06 \$16.16 14.94

#### **FERICIENCY BATIO**

	EFFICIENCY RATIO	
2007	52.83%	
2008	50.76%	
2009	50.11%	
2010	49.49%	
2011	48.37%	

### **KEY RATIOS**

Return On Avg. Assets	1.75%	1.78%
Return On Avg. Equity	13.74%	14.44%
Year-End Equity/Assets	11.70%	12.34%
Efficiency	49.49%	48.37%



RON BUTLER

MAIN OFFICE 400 Pine St. Abdene, TX 70601

(25.027.7200

#### SENIOR OFFICERS

Ron Butler President and CEO

Tom Boecking Executive Vice President South Branch

Ben McAnally Executive Vice President Treasury Management

John Prince Executive Vice President Personal Loans

Marelyn Shedd Executive Vice President Commercial Loans

Charles E. Tennesson Executive Vice President CFO and Cashier

Michael Wolverton Executive Vice President Consumer Banking

#### DIRECTORS

F Scott Dueser Chairman of the Board

#### DIRECTORS (continued)

Ron Butler President and CEO

J. Michael Alexander President James M. Alexander & Co.

Tucker S. Bridwell President Mansefeldt Investment Corp.

Joe E. Canon, J.D. Executive Director Dodge Jones Foundation

David Copeland President Shelton Family Foundation

Joe Crawford President Abilene Aero, Inc.

Mike Denny President Batjer and Associates

Murray Edwards Principal The Edwards Group

Allan D. Frizzell Executive Vice President Enrich Oil Corporation

#### DIRECTORS (comment)

Tim Lancaster Chairman, CEO and President Hendrick Health System

Kirk Massey Investments

Stanley Morris, Jr. Investments

Mike Parsons Partner Momentum Operating Co.

Dian Graves Stai Chair, Mansefeldt Investment Corporation Director, Dian Graves Owen Foundation

Leigh Taliaferro, M.D. Physician

#### ADVISORY DIRECTORS

Paul Cannon McMahon Surovik Suttle, P.C.

Steve Suttle McMahon Surovik Suttle, P.C.

### CLEBURNE | BURLESON | ALVARADO | MIDLOTHIAN | CROWLEY



MATTREYNOLDS President and (EG)

MAIN OFFICE 403 N. Main St. Clebrane, TX, 200331

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#### SENIOR OFFICERS

Matt Reynolds Chairman of the Board, President and CEO

Craig Beskow Executive Vice President and Cashier

Bobby Ranger Executive Vice President

Cynthia Allen Senior Vice President

Lisa Roye Senior Vice President

Darlene Walker Senior Vice President

#### DIRECTORS

Matt Reynolds Chairman of the Board, President and CEO

Albert A. Archer Vice Chairman Walls Industries, Inc.

Ray Beavers General Manager and CEO United Cooperative Services

Byron Black Investments

E Scott Dueser First Financial Bankshares, Inc.

Tim Lyness Lyness Construction, LP

George Marti Marti Enterprises

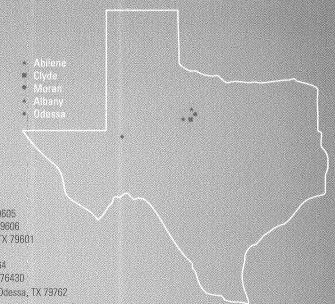
Dr. Joe Martin Cleburne Eye Clinic

IN THOUSANDS	ASSETS	LOANS	DEPOSITS	EQUITY	NET INCOME	RETURN ON AVG. ASSETS	EFFICIENCY RATIO
Dec. 31, 2010	\$1,267,423	\$465,313	\$1,017,783	\$109,912	\$21,002	1.84%	44.28%
Dec. 31, 2011	\$1,415,041	\$473,985	\$1,104,451	\$128,428	\$23,046	1.83%	42.53%

TAYLOR, CALLAHAN & SHACKELFORD COUNTIES DEPOSIT MARKET SHARE



400 Pine St., Abilene, TX 79501 4400 Buffalo Gap Rd., Abilene, TX 79606 4350 Southwest Dr., Abilene, TX 79606 920 N. Willis St., Abilene, TX 79603 3300 S. 14th St., Abilene, TX 79605 1010 N. Judge Ely Blvd., Abilene, TX 79601 701 Pine St., Abilene, TX 79601 1345 Barrow St., Abilene, TX 79605 2617 Antilley Rd., Abilene, TX 79606 1650 State Hwy, 351, Abilene, TX 79601 718 Elm St., Clyde, TX 79510 400 Ground St., Moran, TX 76464 232 North Main St., Albany, TX 76430 2651 JBS Pkwy, Bldg. 4, Ste. F. Odessa, TX 79762

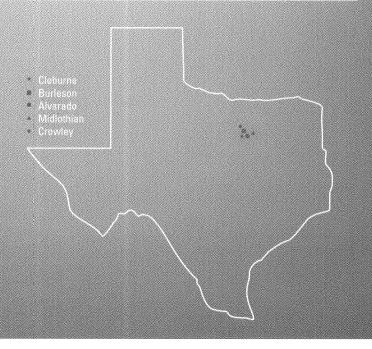


IN THOUSANDS	ASSETS	LOANS	DEPOSITS	EQUITY	NET INCOME	RETURN ON AVG. ASSETS	EFFICIENCY RATIO
Dec. 31, 2010	\$277,973	\$139,709	\$250,314	\$25,118	\$2,621	0.95%	56.18%
Dec. 31, 2011	\$308,584	\$154,125	\$278,334	\$28,990	\$3,954	1.37%	56.20%

JOHNSON COUNTY & CITY OF MIDLOTHIAN DEPOSIT MARKET SHARE

#### LOCATIONS

403 N. Main St., Cleburne, TX. 76033 200 N. Bidgeway Dr., Cleburne, TX. 76033 1900 SW Wilshire Blvd., Burleson, TX. 76028 201 E. Hwy. 67, Alvarado, TX. 76069 1490 E. Main St., Midlothian, TX. 76065 818 S. Crowley Rd., Crowley, TX. 76036



#### EASTLAND RANGER RISING STAR CISCO



THOMAS M. O'NEIL
President and CEO

MAIN OFFICE 207 E. Main St. Eastland, TX +6448

234,620,6100

#### SENIOR OFFICERS

Thomas M. O'Neil Chairman of the Board; President and CEO

David Bailey Senior Vice President

Steve Simmel Senior Vice President Operations

Terry Trout Senior Vice President and Cashier

#### DIRECTORS

Phomas M. O'Neil Chairman of the Board, President and CEO

Ron Butler President and CEO First Financial Bank Abilene

Doug Crawley Rancher, Real Estate

Jim Farrar Artornev

Jim Keffer President EBAA Iron Sales, Inc.

Ronnie Ledbetter Owner Ledbetter Insurance Agency

Mike T. Perry President Kinnaird, Rossander & Perry Agency, Inc.

#### DIRECTORS (continued)

Dale Squiers, R. Ph. Owner Eastland Drug Company

Tommy Warford Turner, Seaberry and Warford Attorneys

M.D. White Jr. President and Owner Ace Hardware Store Eastland/Cisco

#### MEREFORD



MIKE MAULDIN

MAINOFFICE oz F. Third M. Hereford, TX, 29043

80.6.304.8200

#### SENIOR OFFICERS

Mike Mauldin Chairman of the Board, President and CEO

Kent Jackson Executive Vice President and Chief Credit Officer

Adrian Alejandre Vice President and Cashier

#### DIRECTORS

Mike Mauldin Chairman of the Board, President

F. Scott Dueser First Financial Bankshares, Inc.

Steve Lewis, D.V.M. Manager and Sr. Partner Hereford Veterinary Clinic

Kade Matthews Ranching and Investments

Garth Merrick Board Member and Founder Merrick Pet Care, Inc.

Allen Parson Restaurateur and Investments

Craig Smith Rancher and Retired Chairman of the Board, President and CEO First Financial Bank Hereford

#### DIRECTORS (continued)

Jerry Stevens Vice President and General Manager Stevens 5 Star Car and Truck Center

Johnny E. Trotter President and CEO Livestock Investors, Ltd.

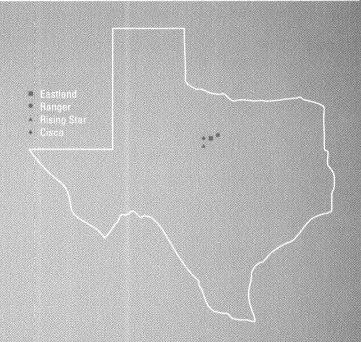
Roger Williams Farmer

IN THOUSANDS	ASSETS	LOANS	DEPOSITS	EOUITY	NET INCOME	RETURN ON AVG. ASSETS	EFFICIENCY RATIO
Dec. 31, 2010	\$163,933	\$71,318	\$142,064	\$17,177	\$2,732	1,70%	46.91%
Dec. 31, 2011	\$189,317	\$68,787	\$164,643	\$20,204	\$2,963	1.64%	47.36%

EASTLAND COUNTY DEPOSIT MARKET SHARE

#### LOCATIONS

201 E. Main St., Eastland, TX 76448 106 W. Main St., Ranger, TX 76470 206 W. College St., Rising Star, TX 76471 2107 Conrad Hilton Blvd., Cisco, TX 76437

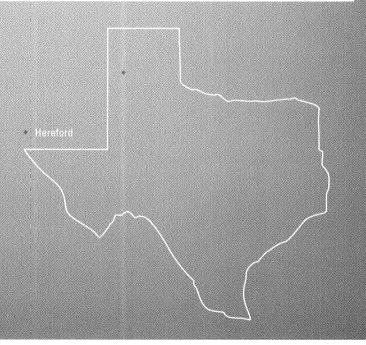


IN THOUSANDS	ASSETS	LOANS	DEPOSITS	EOUITY	NET INCOME	RETURN ON AVG. ASSETS	EFFICIENCY RATIO
Dec. 31, 2010	\$175,777	\$95,210	\$154,340	\$14,152	\$2,369	1.56%	46.58%
Dec. 31, 2011	\$164,773	\$104,069	\$138,670	\$15,249	\$2,459	1.55%	45.09%

DEAF SMITH COUNTY DEPOSIT MARKET SHARE

#### LOCATION

212 E. Third St., Hereford, TX 79045





ROBERT PATE

MAIN OFFICE 33 SH 75 North Huntsville, TX 77220

936.294.2224

#### SENIOR OFFICERS

Robert Pate CLO

Michelle Murray Executive Vice President and Cashier

#### DIRECTORS

Walter G. Nelson Chairman of the Board

Robert Pate CEO

James E. Baine Investments

Paul E. Cameron, Jr. Petroleum Engineer

John J. Certa, Jr. Owner Collateral Protection, Inc. and Team Auto Group

Renee N. Davis Investments

F. Scott Dueser First Financial Bankshares, Inc.

Robert C. Ernst, Jr. Owner Ernst Jewelers

#### DIRECTORS (comments

Morris V. Johnson Retired Educator Huntsville 1.8.D.

J.V. Martin Chairman of the Board First Financial Bank Sweetwater

#### MINERAL WELLS



KENNETH A. WILLIAMSON President and CEO

MAIN OFFICE 1000 E. Hubbard St Mineral Wells, TX 70002

### SENIOR OFFICERS

Kenneth A. Williamson Chairman of the Board, President and CEO

Brad Seay Executive Vice President Lending

Eddie Gregory Senior Vice President and Cashier

Mike Mearse Senior Vice President Lending

#### DIRECTORS

Kenneth A. Williamson Chairman of the Board, President and CEO

Spencer Baum, D.D.S. Baum Dental Clinic

F. Scott Dueser First Financial Bankshares, Inc.

George Gault Attorney Gault & Gault

Paul McGettes Chief Financial Officer Upham Oil & Gas Co., L.P.

Terry L. Murphy President and Chief Executive Officer Murphy and Murphy, Inc.

David Ramsey, M.D. Family Practice Center

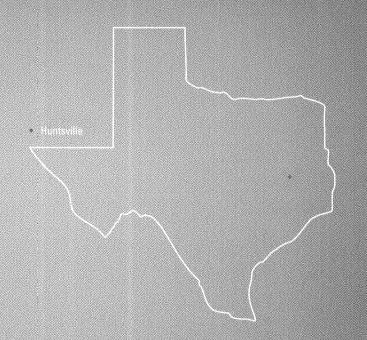
Albert Rincon Vice President of Operations Texas Packaging Company, Inc.

IN THOUSANDS ASSETS	LOANS	DEPOSITS	EQUITY	NET INCOME	RETURN ON AVG. ASSETS	EFFICIENCY RATIO
Dec. 31, 2011 \$181,196	\$88,380	\$154,731	\$24,758	\$2,191	1.25%	44.61%

O/O
WALKER COUNTY DEPOSIT MARKET SHARE

### LOCATION

33 SH 75 North, Huntsville, TX 77320

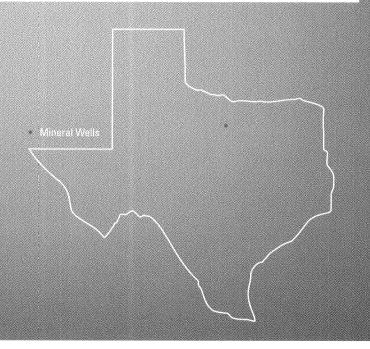


	l TH	ous <i>i</i>	NDS	ASSETS	LOANS	DEPOSITS	EOUTY	NET INCOME	RETURN ON AVG. ASSETS	EFFICIENCY RATIO
£	ec.	31,	2010	\$196,982	\$113,060	\$155,716	\$20,994	\$3,824	2.12%	40.40%
D	ec.	31,	2011	\$205,143	\$110,073	\$161,126	\$24,024	\$4,107	2.04%	41.66%

PALO PINTO COUNTY DEPOSIT MARKET SHARE

#### LOCATION

1900 E. Hubbard St., Mineral Wells, TX 76067





MICHAELL, BOYD

MAIN OFFICE (c) W. Beamegard Ave San Angelo, TX, 76903

\$25,059,5900

#### SENIOR OFFICERS

Michael L. Boyd Chairman of the Board, President and CEO

Jim Davidson Executive Vice President and Cashier

Chuck Shore Executive Vice President

Par Cottle Senior Vice President

Stephen Franco Senior Vice President

Cindy George Senior Vice President

Wes Masters Senior Vice President

Reba Priddy Senior Vice President

Ruth Wheeler Senior Vice President

Bill Wiedenfeld Senior Vice President

#### DIRECTORS

Michael L. Boyd Chairman of the Board, President and CEO

Honorable Marilya Aboussie Chief Justice, Retired

W. Dan Cravy, M.D. Physician

Rick DeHoyos Attorney Rick DeHoyos Law Firm

F. Scott Dueser First Financial Bankshares, Inc.

Doug Eakman Owner Pecos Street Pharmacy

Steve Eustis Commercial Real Estate

Ron Giddiens Investments Partner, D&G Consulting

#### DIRECTORS (continued)

Joey Henderson President Porter Henderson Implement Company, Inc.

J. Bruce Hildebrand First Financial Bankshares, Inc.

Robert D. Housley President and Owner Housley Communications

David F. Lupton President Angelo Glass & Mirror Company, Inc.

Mary Jane Steadman Attorney Real Estate Investment Management

### SOUTHLAKE | TROPHY CLUB | KELLER | BRIDGEPORT | BOYD | DECATUR | GRAPEVINE



MARK L. JONES President and CEO

MAIN OFFICE 151 W. Somblake filed.

815 910 500

#### SENIOR OFFICERS

Mark L. Jones Chairman of the Board, President and CEO

F. Mills Shallene Wise County Market President

Les Mariotti Senior Vice President and Chief Financial Officer

Sandy Boyd Senior Vice President

J. Sean Shope Senior Vice President

Steve Sims Senior Vice President

Trent Swearengin Senior Vice President

Ryan Wall Senior Vice President

#### DIRECTORS

Mark L. Jones Chairman of the Board, President and CEO

William Ray Cook, Jr., CPA Cook McDonald & Co.

Jack Dortch Jack Dortch Farmers Insurance Agency

F. Scott Dueser First Financial Bankshares, Inc.

J. Bruce Hildebrand First Financial Bankshares, Inc.

Derrell E. Johnson Former President and CEO Rady Associates Consulting Engineers

K. Wayne Lee President DDFW Properties

#### DIRECTORS (continued)

Ralph Manoushagian Land Manager Approach Resources, Inc. Oil & Gas Exploration

Jim Ridenour President Independent Buvers' Co-op

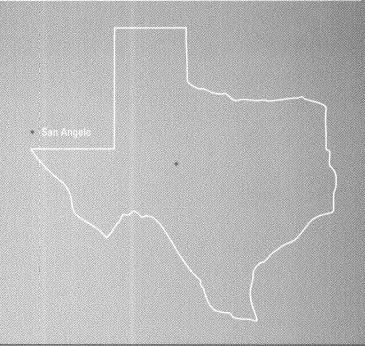
J. Gary Shelton Chain Supermarket Owner Real Estate Investor

Terry Wilkinson Wyndham Properties, Ltd.

IN THOUSANDS	ASSETS	LOANS	DEPOSITS	EQUITY	NET INCOME	RETURN ON AVG. ASSETS	EFFICIENCY RATIO
Dec. 31, 2010	\$383,464	\$147,276	\$327,254	\$47,160	\$6,997	1.94%	42 99%
Dec. 31, 2011	\$419,866	\$144,279	\$355,955	\$51,520	\$7,718	1.95%	40.78%

### LOCATIONS

301 W. Beauregard Ave., San Angelo, TX 76903 3471 Knickerbocker Rd., San Angelo, TX 76904



IN THOUSANDS	ASSETS	LOANS	DEPOSITS	EQUITY	NET INCOME	RETURN ON AVG. ASSETS	EFFICIENCY RATIO
Dec. 31, 2010	\$288,542	\$162,067	\$237,443	\$38,913	\$4,604	1.69%	53.14%
Dec. 31, 2011	\$317,455	\$191,362	\$268,996	\$41,299	\$4,481	1.45%	56.54%

WISE COUNTY DEPOSIT MARKET SHARE

CITIES OF SOUTHLAKE, TROPHY CLUB & KELLER DEPOSIT MARKET SHARE

LOCATIONS 151 W. Southlake Blvd., Southlake, TX 76092 95 Trophy Club Dr., Trophy Club, TX 76262 891 Keller Parkway, Keller, TX 76248 909 Stevens St., Bridgeport, TX 76426 609 Rock Island Ave., Boyd, TX 76023 608 W. Hale Ave., Decatur, TX 76234 1015 NW Hwy, Grapevine, TX 76051 (Opening March 2012).

### STEPHENVILLE | GRANBURY | GLENROSE | ACTON



RON N. MULLINS President and CEO

MAIN OFFICE 2201 W. South Loop Stephenville, TX 76401

254,965,5036

#### SENIOR OFFICERS

Ron N. Mullins Chairman of the Board, President and CEO

**John Power** Glen Rose Market President

Bart Rodgers Granbury Market President

Derecce Howell Executive Vice President and Cashier

Monty Bedwell Executive Vice President

Robert Lemons Executive Vice President

Angie Dusek Senior Vice President

Donna Feller Senior Vice President

Connie Frank Senior Vice President

Vickie Pettit Senior Vice President

#### SENIOR OFFICERS (communicate)

Robert Reeves Senior Vice President

Larry Upshaw Senior Vice President

#### DIRECTORS

Ron N. Mullins Chairman of the Board, President and CEO

Keith Brown Prime Building Components, LLC

F. Scott Dueser First Financial Bankshares, Inc.

J. Bruce Hildebrand First Financial Bankshares, Inc.

Bill Hooks Autos – Real Estate

John Moore Craft Associates, Inc.

#### DIRECTORS (commoned)

Ron Pack RP's Western Wear, Inc.

Bill Parham Parham & Parham CPAs

Jerry Parham Parham's Garage & Wrecker Services

John Terrill Attorney

# ADVISORY DIRECTORS

Julie Graham SPEC Management Co.

Ron Hance Hance Financial Services

#### SWEETWATER | ROBY | TRENT | MERKEL



KIRBY N. ANDREWS

MAIN OFFICE 201 Elm St. Sweetwater, TX 2050

125,235,0900

#### SENIOR OFFICERS

Kirby N. Andrews President and CEO

Donnie Ruppert Executive Vice President and Cashier

Rodney Foster Executive Vice President and Senior Lending Officer

Debbie Anthony Senior Vice President Retail Operations

Britt Stuart Senior Vice President and Roby Branch Manager

#### DIRECTORS

J.V. Martin Chairman of the Board

Kirby N. Andrews President and CEO

**Jeff Branson** General Partner Williamsom-Branson Real Estate

Louis Brooks, Jr. Rancher

**Ron Butler** President and CEO First Financial Bank Abilene

Ronnie Cox Owner Cox Jewelry

Jay Lawrence President MAL Enterprises, Inc.

Thomas L. Rees, Sr. Rees, Rees & Fuller Attorneys

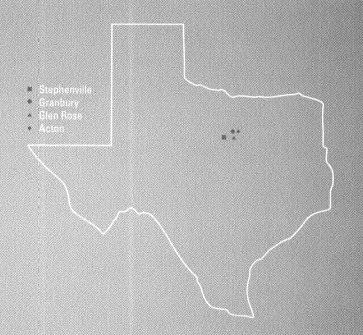
IN THOUSANDS	ASSETS	LOANS	DEPOSITS	EQUITY	NET INCOME	RETURN ON AVG. ASSETS	EFFICIENCY RATIO
Dec. 31, 2010	\$335,893	\$185,084	\$282,948	\$43,745	\$5,387	1.60%	51.79%
Dec. 31, 2011	\$361,579	\$217,264	\$307,551	\$46,346	\$6,354	1.84%	49.44%

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ERATH, HOOD & SOMERVELL COUNTIES DEPOSIT MARKET SHARE

### LOCATIONS

2201 W. South Loop, Stephenville, TX 76401 1875 Lingleville Rd. Stephenville, TX 76401 400 NE Big Bend Trail, Glen Rose, TX 76043 2007 East Highway 377, Granbury, TX 76049 1600 S. Morgan St. Granbury, TX 76048 2915 Fall Creek Highway, Acton, TX 76049

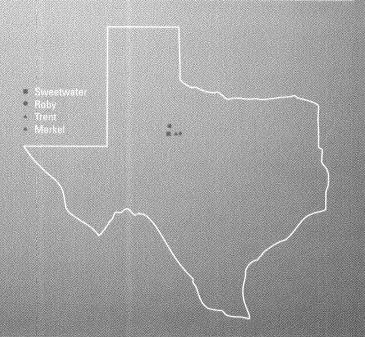


IN THOUSANDS	ASSETS	LOANS	DEPOSITS	EQUITY	NET INCOME	RETURN ON AVG. ASSETS	EFFICIENCY RATIO
Dec. 31, 2010	\$154,833	\$74,117	\$140,567	\$13,393	\$2,503	1.76%	50.81%
Dec. 31, 2011	\$174,065	\$79,074	\$157,494	\$15,249	\$2,688	1.62%	49.74%

NOLAN & FISHER COUNTIES DEPOSIT MARKET SHARE

#### LOCATIONS

201 Elm St., Sweetwater, TX, 79556 123 N. Concho St., Roby, TX, 79543 117 N. Main St., Trent, TX, 79561 301 Edwards St., Merkel, TX, 79536



### WEATHERFORD | ALEDO | WILLOW PARK | BROCK | FORT WORTH



DOYLE LEE Chairman of the Board and CEO



JAY GIBBS

MAIN OFFICE for N. Main St. Weatherford, TX 76086

817,506,0307

#### SENIOR OFFICERS

Doyle Lee Chairman of the Board and CEO

Jay Gibbs President

Bob Bradberry Executive Vice President

Mike Carter Senior Vice President

Lori Hill Senior Vice President

Justin Hooper Senior Vice President

Kent Hudson Senior Vice President

Jimmie Sue Lawson Senior Vice President

David Milhollon Senior Vice President

Toby Spivey Assistant Vice President and Cashier

#### DIRECTORS

Doyle Lee Chairman of the Board and CEO

Jay Gibbs President

Greg L. Barron President G.L. Barron Company, Inc.

Dal DeWees Hirschfeld Holdings, LP

F. Scott Dueser First Financial Bankshares, Inc.

Clay Hicks Oil and Gas Investments

Nan Kingsley President Bluestem Studios, Inc.

Stephen E. Milliken C.D. Hartnett Company

Mike White, O.D. Therapeutic Optometrist

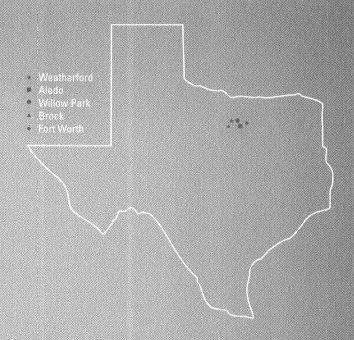
IN THOUSANDS	ASSETS	LOANS	DEPOSITS	EQUITY	NET INCOME	RETURN ON AVG. ASSETS	EFFICIENCY RATIO
Dec. 31, 2010	\$365,958	\$156,794	\$316,857	\$35,226	\$5,542	1.56%	52.49%
Dec. 31, 2011	\$403,252	\$155,146	\$342,739	\$40,449	\$5,807	1.53%	52.20%

O/O

PARKER COUNTY
DEPOSIT MARKET
SHARE

### LOCATIONS

101 N. Main St., Weatherford, TX 76086 101 College Park Dr., Weatherford, TX 76086 1214 N. Main St., Weatherford, TX 76086 505 FM 1187 N., Aledo, TX 76008 4100 E 1-20, Willow Park, TX 76087 1100 FM 1189, Brock, TX 76066 550 Bailey Ave., Ste. 300, Fort Worth, TX 76107





L-R: Michelle McDonald, Clay Frumble, Larry Williams, Gary D. Tucker, Kay Berry, Dennis Steckly

#### - FIRST TECHNOLOGY SERVICES -

#### Main Office:

#### Abilene

400 Pine St., Abilene, TX 79601 325.627.7195

First Technology Services, Inc. (FTS) is the shared services company for First Financial Bankshares, Inc. Our mission is to maximize efficiencies and control costs for common functions within the Company while providing the best possible customer service to our internal and external customers. FTS plays a key role in customer service functions within the Company through the customer call center and innovative technology for online banking, mobile banking, automatic bill pay services, backroom operations and other technology-based banking services. FTS also supports employees with classroom and online technology training and a responsive technology help desk. FTS provides more than 100 technology applications to the Company and its family of 11 banks and the Trust Company. Services include check processing, deposit operations, a help desk, desktop support, network services, server support, software support, information security, computer operations, business continuity planning, loan and credit operations, loan document preparation and the corporate call center.

#### SENIOR OFFICERS

Gary D. Tucker President and CEO

Kay Berry Senior Vice President Deposit Operations

Michelle McDonald Senior Vice President Customer Service

**Dennis Steckly** Senior Vice President Production Services

Clay Trumble Senior Vice President Credit Administration

Larry Williams
Senior Vice President
Infrastructure Services

#### DIRECTORS

Gary L. Webb Chairman of the Board First Technology Services, Inc. Executive Vice President of Operations First Financial Bankshares, Inc.

Gary D. Tucker President and CEO First Technology Services, Inc.

F. Scott Dueser Chairman, President and CEO First Financial Bankshares, Inc.

J. Bruce Hildebrand Executive Vice President and Chief Financial Officer First Financial Bankshares, Inc.

Michael L. Boyd Chairman of the Board, President and CEO First Financial Bank San Angelo

Ron Butler President and CEO First Financial Bank Abilene

**Jay Gibbs** President First Financial Bank Weatherford

Murray Edwards Principal The Edwards Group

Ron Giddiens Investments Partner, D&G Consulting

Les Mariotti Senior Vice President and Chief Financial Officer First Financial Bank Southlake

Mike Mauldin Chairman of the Board, President and CEO First Financial Bank Hereford





Standing L-R: David Castleberry, David Byrd, Michael D. Sheehan, Wayne Chowning, Konrad S. Halbert Seated L-R: Richard Young, Kirk W. Thaxton, Barbara Hill

#### - Trust & Asset Management Company -

#### Locations

**Abilene** 400 Pine St. 325.627.7100

Fort Worth 550 Bailey Ave., Ste. 300 817.410.4970

Odessa 2651 JBS Parkway, Bldg. 4, Ste. E 432.367.8900 San Angelo 301 W. Beauregard 325.659.5987

Stephenville 2201 W. South Loop 254.918.6262

Sweetwater 201 Elm St. 325.235.6640

#### Trust Assets (in millions)

2007 \$1,428 2008 \$1,631 2009 \$1,664 2010 \$1,783 2011 \$1,912

#### Trust Fees (in millions)

2007 \$8.75 2008 \$9.44 2009 \$9.08 2010 \$10.81 2011 \$12.67

#### Trust Net Income (in millions)

2007 \$2.549 2008 \$2.810 2009 \$2.631 2010 \$3.254

#### SENIOR OFFICERS

Kirk W. Thaxton Chairman of the Board, President and CEO

David Byrd Executive Vice President Manager, San Angelo

Konrad S. Halbert Executive Vice President Manager, Fort Worth

Barbara Hill Executive Vice President Manager, Odessa

**Richard Young** Executive Vice President Manager, Abilene

David Castleberry Senior Vice President Manager, Stephenville

Wayne Chowning Senior Vice President Manager, Sweetwater

Larry Cleveland Senior Vice President Manager, Operations

Ralph Gibson Senior Vice President Manager, Investments

David B. Pitzer Senior Vice President Manager, Real Property

Randy Spiva Senior Vice President Manager, Oil & Gas

#### DIRECTORS

Kirk W. Thaxton Chairman of the Board, President and CEO First Financial Trust & Asset Management Company, N.A.

Sarah Campbell Portfolio Manager

Joe E. Cannon, J.D. Executive Director Dodge Jones Foundation

David Copeland President Shelton Family Foundation

Ronnie Cox Owner Cox Jewelry

F. Scott Dueser First Financial Bankshares, Inc.

David F. Lupton President Angelo Glass & Mirror Company. Inc.

Bill Parham Parham & Parham, CPAs

Robert S. Patterson Former President and CEO First Financial Trust & Asset Management Company, N.A

**Advisory Director** 

John L. Beckham Beckham Rector & Eargle LLP

FIRST FINANCIAL TRUST ASSET MANAGEMENT COMPANY



Standing L-R: Ron Giddiens, Murray Edwards, David Copeland, Joe E. Canon, Kade Matthews, Tucker S. Bridwell Seated L-R: F. Scott Dueser, Dian Graves Stai, Steven L. Beal, Johnny E. Trotter

### - BOARD OF DIRECTORS -

We want to thank Dian Graves Stai, who is retiring from the Company's Board of Directors at this year's Annual Shareholders' Meeting in April, for her 19 years of dedication and service to the Company. She is Chair of the Mansefeldt Investment Corporation, Director of the Dian Graves Owen Foundation and one of the top businesswomen in the United States. We will miss her counsel and support, and we thank her for her outstanding service.

#### COMMITTEES

- 1. Executive Committee: F. Scott Dueser, Chairman
- 2. Audit Committee: David Copeland, Chairman
- 3. Compensation Committee: Dian Graves Stai, Chairman
- 4. Nominating/Corporate Governance Committee: Tucker S. Bridwell, Chairman

Board Member	Year	Committee
F. Scott Dueser Chairman of the Board, President and CEO	1991	1
Steven L. Beal Retired President and COO Concho Resources Inc.	2010	2, 3
Tucker S. Bridwell, CPA* President Mansefeldt Investment Corporation	2007	1, 2, 4
Joe E. Canon, J.D. Executive Director Dodge Jones Foundation	1996	3
David Copeland, CPA President, SIPCO, Inc. and Shelton Family Foundation	1998	1, 2, 4
Murray Edwards Principal, The Edwards Group	2006	1, 2, 4
Ron Giddiens Investments Partner, D&G Consulting	2009	2
Kade Matthews Ranching and Investments	1998	3
Dian Graves Stai Chair, Mansefeldt Investment Corporation Director, Dian Graves Owen Foundation	1993	1, 3, 4
Johnny E. Trotter President and CEO Livestock Investors, Ltd.	2003	1, 3, 4

 $<sup>*</sup>Lead\ Director$ 



First Financial Bankshares Executive Officers: Standing L-R: Courtney Jordan, Kirk W. Thaxton, Michele P. Stevens, Gary S. Gragg, Marna Yerigan Seated L-R: J. Bruce Hildebrand, F. Scott Dueser, Gary L. Webb

#### - Corporate Information -

#### Officers

F. Scott Dueser Chairman, President and CEO

J. Bruce Hildebrand, CPA Executive Vice President and Chief Financial Officer

Gary S. Gragg Executive Vice President Lending

Gary L. Webb Executive Vice President Operations

Marna Yerigan Executive Vice President Lending

Courtney Jordan Senior Vice President Training and Education

Michele P. Stevens Senior Vice President Advertising and Marketing

William A. Rowe Vice President Investment Services

Michelle Fagan Compliance Officer

**Bob Goodner** Compliance Officer

Luke Longhofer Loan Review Officer

#### **Annual Meeting**

Tuesday, April 24, 2012 Abilene Civic Center 1100 N. Sixth St. Abilene, TX 79601 10:30 a.m.

### Corporate Office

400 Pine St. Abilene, TX 79601 325.627.7155 800.588.7000 www.ffin.com

#### Corporate Mailing Address

P.O. Box 701 Abilene, TX 79604

### Common Stock Listing

The NASDAQ Global Select Market Symbol: FFIN

#### Independent Public Auditors

Ernst & Young LLP

#### For Financial and Investor Information:

J. Bruce Hildebrand Executive Vice President and Chief Financial Officer 325.627.7167

### Transfer Agent

Registrar and Transfer Company 800.368.5948

# Address Shareholder Inquiries to:

Registrar and Transfer Company Investor Relations Department 10 Commerce Dr. Cranford, NJ 07016 info@rtco.com

#### Registrar and Transfer Company Web Site

www.RTCO.com

#### Send Certificates for Transfer and Address Changes to:

Registrar and Transfer Company 10 Commerce Dr. Cranford, NJ 07016–3572

www.ffin.com

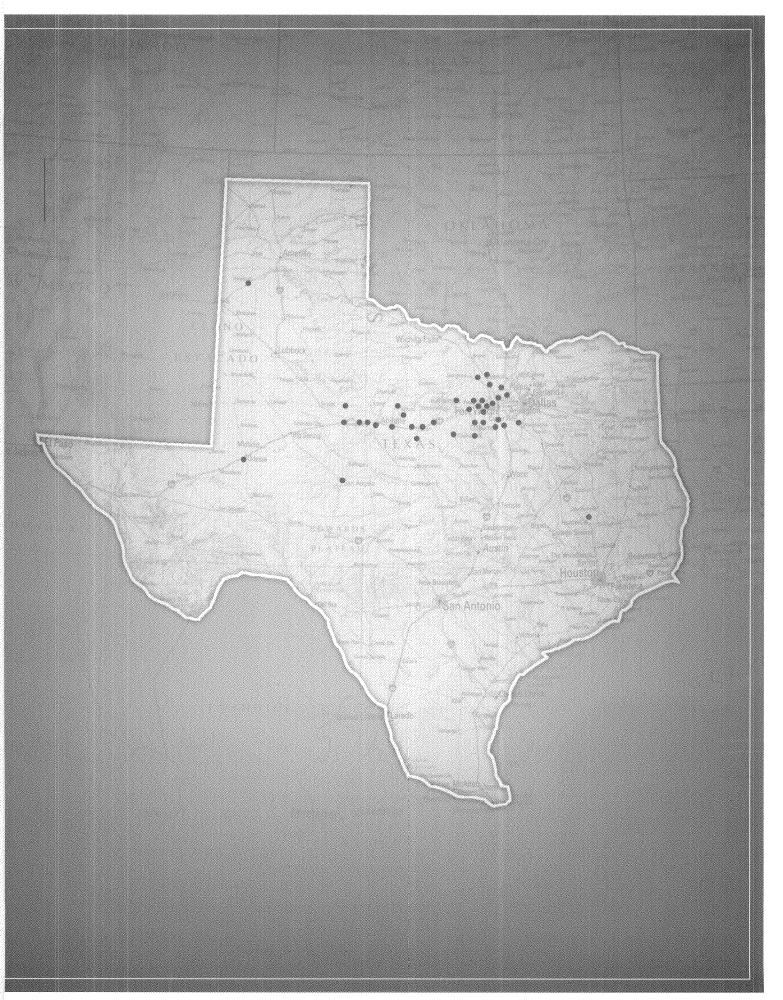
Certain statements contained in this annual report may be considered "forward-looking statements" as defined in the Private Securities Litigation Reform Act of 1995. These statements are based upon the belief of the Company's management, as well as assumptions made beyond information currently available to the Company's management, and may be, but not necessarily are, identified by such words as "expect," "plan," "anticipate," "target," "forecast" and "goal". Because such forward-looking statements are subject to risks and uncertainties, actual results may differ materially from those expressed or implied by such forward-looking statements. Factors that could cause actual results to differ materially from the Company's expectations include competition from other financial institutions and financial holding companies: the effects of and changes in trade, monetary and fiscal policies and laws, including interest rate policies of the Federal Reserve Board, changes in the demand for loans, fluctuations in value of collateral and loan reserves; inflation, interest rate, market and monetary fluctuations; changes in consumer spending, borrowing or saving habits; and acquisitions and integration of acquired businesses, and similar variables. Other key risks are described in the Company's reports filed with the Securities and Exchange Commission, which may be obtained under "Investor Relations-Documents and Filings" on the Company's website or by writing or calling the Company at 325.627.7155. Except as otherwise stated in this annual report, the Company does not undertake any obligation to update publicly or revise any forward-looking statements because of new information, future events or otherwise. Note: Market share data is calculated from June 30, 2011, deposit information compiled by the Federal Deposit Insurance Corporation.

### - First Financial Bankshares Locations -

	334.627.7300
	817,573.6900
	325.627.7200
Alcdo	&r7.596.0307
Alvarado	
inivid	817.410.2915
Bridgeport	817.415.2915
Tiroj K	817,596,0307
	817,556,5000
Cisco Prode	254.629.6111
	325.627.7200
Cleburne	817.774.5100
Decarus	817.410.2915
land the co	254,629,6100

Fort Worth*	817.596.0307
Glen Rose	254.897.4808
Granbury	817.573.6900
Grapevine	817.410.2915
Hereford	806.363.8200
Huntsville	936.295.2224
Keller	817.410.2915
Merkel	325,235.6600
	817.556.5000
Mineral Wells.	940.327.5400
Moran	325,627.7200
Odessa*	432.367.8912
	254.629.6100
Rising Star	254.629.6100
Roby	325,235.6600

<sup>\*</sup> Trust Office and Bask locations



Bank Locations :: Page 31

FIRST FINANCIAL BANKSHARES, INC."