SOUTHSIDE BANCSHARES INC

Form 4

March 17, 2005

FORM 4

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

Check this box if no longer subject to Section 16. Form 4 or

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

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and GIBSON I	- S	Symbol	HSIDE B	ad Ticker or Trading SANCSHARES INC	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) SOUTHSI INC, 1201	ES (of Earliest (Day/Year) 2005	Fransaction	_X_ Director _X_ Officer (g below)			
TYLER, T		4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tal	ble I - Non-	Derivative Securities Acq	quired, Disposed	of, or Benefi	cially Owned
1.Title of Security (Instr. 3)	(Month/Day/Year) Execution Date, if any		3. Transactio Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Bene Ownership (Instr. 4)	

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of 6. Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	03/17/2005		M(1)	1,250	A	\$ 5.71	1,250	D	
Common Stock	03/17/2005		M(1)	500	A	\$ 5.71	1,750	D	
Common Stock	03/17/2005		S <u>(1)</u>	1,250	D	\$ 20.97 (1)	500	D	
Common Stock	03/17/2005		S <u>(1)</u>	500	D	\$ 20.98	0	D	

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Common Stock	01/03/2005	<u>I(2)</u>	V	142.66	A	\$ 5.74	6,957.23	I	by ESOP
Common Stock							111	I	Self Cust./Daughter
Common							82	I	Self Cust./Son

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

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SEC 1474

(9-02)

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. Transactic Code (Instr. 8)	5. Number conf 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 Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Incentive Stock Option (right to buy)	\$ 5.71	03/17/2005		M(1)	1,250	(3)	06/05/2007	Common Stock	1,25
Incentive Stock Option (right to buy)	\$ 5.71	03/17/2005		M <u>(1)</u>	500	(3)	06/05/2007	Common Stock	500
Incentive Stock Option (right to buy)	\$ 5.79					<u>(4)</u>	08/31/2010	Common Stock	30,00
Incentive Stock Option (right to buy)	\$ 6.27					(5)	06/10/2009	Common Stock	21,04
Incentive Stock Option (right to buy)	\$ 6.49					<u>(6)</u>	10/15/2008	Common Stock	3,94
Non-Qualified Stock Option (right to buy)	\$ 5.79					<u>(7)</u>	08/31/2010	Common Stock	3,44

Non-Qualified **Stock Option**

(right to buy)

\$ 6.27

(8) 06/10/2009 Common Stock

Reporting Owners

Relationships Reporting Owner Name / Address

> 10% Owner Director Officer Other

GIBSON LEE R SOUTHSIDE BANCSHARES INC 1201 SOUTH BECKHAM **TYLER, TX 75701**

X **Executive Vice President**

Signatures

Lee R. Gibson 03/17/2005 **Signature of Date Reporting Person

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) Mr. Gibson exercised 1,750 option shares in a cashless transaction on 3-17-05 issued 6-5-97, under the 1993 Incentive Stock Option Plan.
- (2) ESOP allocation for plan year ending 12-31-04.
- Vested 20% per year and became fully exercisable on 06-05-02.
- (4) Options vest 20% per year and currently 60% are fully exercisable.
- (5) Options vest 20% per year and currently 80% are fully exercisable.
- (6) Vested 20% per year and became fully exercisable 10/15/2003.
- (7) Non-Qualified Incentive Stock Option became fully exercisable 08/31/01.
- (8) Non-qualified Incentive Stock Option became fully exercisable 06/10/2000.

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.

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