WEBB GARY L Form 4/A August 18, 2009

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

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

January 31, Expires: 2005

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

Estimated average burden hours per response...

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

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1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading

Issuer

below)

WEBB GARY L

FIRST FINANCIAL BANKSHARES INC [FFIN]

(Check all applicable)

Executive Vice President

5. Relationship of Reporting Person(s) to

(Last) (First) 3. Date of Earliest Transaction

Director 10% Owner X_ Officer (give title

P. O. BOX 701

(Month/Day/Year) 01/25/2005

Other (specify below)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

(Instr. 8)

Applicable Line) _X_ Form filed by One Reporting Person

01/31/2007

Symbol

Form filed by More than One Reporting

(Instr. 4)

Person

ABILENE, TX 79601-0701

(City) (State) (Zip)

(Street)

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

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

(Middle)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (T)

(Instr. 4)

(A)

(Instr. 3, 4 and 5)

Following Reported Transaction(s)

(Instr. 3 and 4) Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form 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 3. Transaction Date 3A. Deemed 4. 5. Number 6. Date Exercisable and Expiration 7. Title and Amou Derivative Conversion (Month/Day/Year) Execution Date, if Transaction Derivative Date Underlying Securi Security or Exercise any Code Securities (Month/Day/Year) (Instr. 3 and 4)

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(Instr. 3) Price of Derivative Security

(Month/Day/Year) (Instr. 8) Acquired (A) or

Disposed of (D) (Instr. 3, 4, and 5)

Code V (A) (D) Date Exercisable Expiration Title

Amo

2,6

or Nun of Shar

Date

Employee

Stock Common $01/25/2007^{(1)(2)}$ 01/25/2015Option 01/25/2005 A 2,666 \$ 33.08 Stock

(Right to Buy)

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

WEBB GARY L P.O. BOX 701 ABILENE, TX 79601-0701

Executive Vice President

Signatures

By: J. Bruce Hildebrand, Attorney in Fact for Gary L. Webb

08/18/2008

**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).
- On January 25, 2005, First Financial Bankshares, Inc. granted the reporting person options to purchase shares of the Company's common stock at \$33.08 per share. The options vest 20% at the end of two years, 40% at the end of three years, 60% at the end of four years, 80% at the end of five years and 100% at the end of six years. The reporting person inadvertently failed to report the grant of these employee stock options within the proper time frame required under Section 16 of the Securities Exchange Act of 1934.
- (2) Amount and price of option have been adjusted for the four-for-three stock split effective June 1, 2005.

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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