

**TEXAS REGIONAL BANCSHARES, INC.
CORPORATE GOVERNANCE AND NOMINATING COMMITTEE
CHARTER**

Purpose

The Corporate Governance and Nominating Committee (the “Committee”) is appointed by the Board of Directors (the “Board”) of Texas Regional Bancshares, Inc. (the

1. Have the responsibility to develop and recommend criteria for the selection of new

Consistency and Amendment

To the extent that any provision or section of