

FIRST BANCSHARES INC /MS/  
Form 8-K  
June 01, 2011

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15 (d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event May 26, 2011  
reported)

The First Bancshares, Inc.  
(Exact name of registrant as specified in its charter)

Mississippi  
(State or other jurisdiction  
of incorporation)

33-94288  
(Commission  
File Number)

64-0862173  
(I.R.S. Employer  
Identification No.)

6480 U.S. Hwy 98 West, Hattiesburg, MS  
(Address of principal executive offices)

39402  
(Zip Code)

(601) 268-8998

Registrant's telephone number,  
including area code

N/A

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 5.07 Submission of Matters to a Vote of Security Holders. On May 26, 2011, the Company held its regular Annual Shareholders' Meeting. Four items were voted on at the meeting. As of the record date there were 3,063,087 shares entitled to vote, of which 2,155,356 shares, or 73.1%, were voted in person or by proxy at the Annual Meeting. Results are set forth below.

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Item 1. Election of Directors

The shareholders elected four directors to serve three year terms expiring at the 2014 Annual Meeting as summarized below:

| Directors Elected           | Votes For | Votes<br>Withheld | Broker Non-Votes |
|-----------------------------|-----------|-------------------|------------------|
| Class I ( three year term:) |           |                   |                  |
| Greg Mitchell               | 1,717,213 | 86,810            | 436,005          |
| Ted Parker                  | 1,718,213 | 85,810            | 436,005          |
| Dennis Pierce               | 1,630,591 | 173,432           | 436,005          |
| J. Douglas Seidenburg       | 1,645,913 | 158,110           | 436,005          |

Item 2. Approval of Appointment of T. E. Lott & Company as Independent Public Accountants

| Votes For | Votes<br>Against | Abstained |
|-----------|------------------|-----------|
| 2,142,570 | 92,757           | 5,000     |

Item 3. Advisory Vote on Executive Compensation

| Votes For | Votes<br>Against | Abstained |
|-----------|------------------|-----------|
| 1,721,734 | 76,089           | 6,200     |

Item 4. Eliminate Cumulative Voting

| Votes For | Votes<br>Against | Abstained |
|-----------|------------------|-----------|
| 1,593,457 | 204,266          | 6,300     |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: June 1, 2011

THE FIRST BANCSHARES, INC.

By: /s/ DeeDee Lowery

Name: DeeDee Lowery

Title: Chief Financial Officer