

FIRST BANCSHARES INC /MS/  
Form 8-K  
May 28, 2013

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 reported):  
May 23, 2013

THE FIRST BANCSHARES, INC.  
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(Exact name of registrant as specified in its charter)

|  |   |  |
|--|---|--|
| MISSISSIPPI<br>(State or other jurisdiction of<br>incorporation) | 33-94288<br>(Commission<br>File Number) | 64-0862173<br>(IRS employer<br>Identification No.) |
|--|---|--|

|   |                     |
|---|---------------------|
| 6480 US Highway 98 West<br>Hattiesburg, Mississippi<br>(Address of principal executive offices) | 39402<br>(Zip Code) |
|---|---------------------|

Registrant's telephone number, including area code: (601) 268-8998

Not applicable  
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(Registrant's former address of principal executive offices)

## INFORMATION TO BE INCLUDED IN THE REPORT

Item 5.07 Submission of Matters to a Vote of Security Holders. On May 23, 2013, the Company held its regular Annual Shareholders' Meeting. Four items were voted on at the meeting. As of the record date, there were 3,142,235 shares entitled to vote, of which 2,245,763 shares, or 71.47%, were voted in person or by proxy at the Annual Meeting. Results are set forth below.

## Item 1. Election of Directors

The shareholders elected four directors to serve three year terms expiring at the 2016 Annual Meeting as summarized below:

| Directors Elected             | Votes For | Votes Withheld | Broker Non-Votes |
|-------------------------------|-----------|----------------|------------------|
| Class III ( three year term:) |           |                |                  |
| David W. Bomboy,<br>M.D.      | 1,700,363 | 1,395          | 544,005          |
| E. Ricky Gibson               | 1,700,363 | 1,395          | 544,005          |
| Fred A. McMurry               | 1,700,363 | 1,395          | 544,005          |
| M. Ray (Hoppy ) Cole          | 1,700,363 | 1,395          | 544,005          |

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

| Votes For | Votes Against | Abstained |
|-----------|---------------|-----------|
| 2,240,621 | 701           | 4,441     |

## Item 3. Advisory Vote on Executive Compensation

| Votes For | Votes Against | Abstained | Broker Non-Votes |
|-----------|---------------|-----------|------------------|
| 1,674,640 | 21,780        | 5,338     | 544,005          |

## Item 4. Approval of the Issuance of Shares of Common Stock Upon the Conversion of the Company's Series D Nonvoting Convertible Preferred Stock into Common Stock

| Votes For | Votes Against | Abstained | Broker Non-Votes |
|-----------|---------------|-----------|------------------|
| 1,689,631 | 8,812         | 3,315     | 544,005          |



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: May 28, 2013

THE FIRST BANCSHARES, INC.

By: /s/ Donna T. Lowery  
Name: Donna T. Lowery  
Title: Chief Financial Officer