

FIRST BANCSHARES INC /MS/  
Form 8-K  
May 31, 2016

**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 reported) **May 26, 2016**

**The First Bancshares, Inc.**

(Exact name of registrant as specified in its charter)

**Mississippi 33-94288 64-0862173**

(State or other jurisdiction (Commission (I.R.S. Employer

of incorporation) File Number) Identification No.)

**6480 U.S. Hwy 98 West, Hattiesburg, MS 39402**

(Address of principal executive offices) (Zip Code)

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

**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, 2016, the Company held its regular Annual Shareholders' Meeting. Three items were voted on at the meeting. As of the record date, there were 5,432,014 shares entitled to vote, of which 4,045,521 shares, or 74.48%, were voted in person or by proxy at the Annual meeting. Results are set forth below:

**Item 1. Election of Directors**

The shareholders elected two directors to serve three year terms expiring at the 2018 annual meeting as summarized below:

| <u>Directors Elected</u> | <u>Votes For</u> | <u>Votes Against</u> | <u>Abstained</u> | <u>Non-Votes</u> |
|--------------------------|------------------|----------------------|------------------|------------------|
|--------------------------|------------------|----------------------|------------------|------------------|

**Class III****(three year term)**

|                     |           |        |     |           |
|---------------------|-----------|--------|-----|-----------|
| David W. Bomboy, MD | 2,979,412 | 41,078 | 470 | 1,024,561 |
|---------------------|-----------|--------|-----|-----------|

|                 |           |        |    |           |
|-----------------|-----------|--------|----|-----------|
| E. Ricky Gibson | 2,979,812 | 41,078 | 70 | 1,024,561 |
|-----------------|-----------|--------|----|-----------|

|                          |           |        |     |           |
|--------------------------|-----------|--------|-----|-----------|
| M. Ray "Hoppy" Cole, Jr. | 2,979,267 | 41,223 | 470 | 1,024,561 |
|--------------------------|-----------|--------|-----|-----------|

| <u>Directors Elected</u> | <u>Votes For</u> | <u>Votes Against</u> | <u>Abstained</u> | <u>Non-Votes</u> |
|--------------------------|------------------|----------------------|------------------|------------------|
|--------------------------|------------------|----------------------|------------------|------------------|

**Class II****(two year term)**

|                 |           |        |     |           |
|-----------------|-----------|--------|-----|-----------|
| Fred A. McMurry | 2,979,212 | 41,278 | 470 | 1,024,561 |
|-----------------|-----------|--------|-----|-----------|

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

Votes For Votes Against Abstained Non-Votes

4,039,971 4,277 1,273 0

**Item 3. Advisory Vote on Executive  
Compensation**

Votes For Votes Against Abstained Non-Votes

3,001,292 14,827 4,841 1,024,561

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**SIGNATURES**

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

The First Bancshares, Inc.  
(Registrant)

Date: May 31, 2016

/s/ **Dee Dee Lowery**  
Name: Dee Dee Lowery  
Title: EVP and CFO