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FIRST BANCSHARES INC /MS/  
Form 8-K  
June 03, 2010

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 27, 2010

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)

64-08621  
-----  
(IRS empl  
Identific

6480 US Highway 98 West  
Hattiesburg, Mississippi  
-----  
(Address of principal executive offices)

39402  
-----  
(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)

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INFORMATION TO BE INCLUDED IN THE REPORT

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

On May 27, 2010, the Company held its regular Annual Shareholders' Meeting. Three items were voted at the meeting. As of the April 8, 2010 record date there were 3,016,884 shares entitled to vote, of which 2,084,000 shares, or 69.18%, were voted in person or by proxy at the Annual Meeting.

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Item 1. Election of Directors

The shareholders elected four directors to serve three year terms expiring at the 2013 Annual Meeting summarized below:

Directors Elected -----	Votes For -----	Votes Withheld -----
<u>Class III (three year term):</u>		
David E. Bomboy	1,533,752	9,446
E. Ricky Gibson	1,534,752	8,446
Fred A. McMurry	1,534,752	8,446
M. Ray (Hoppy) Cole, Jr.	1,534,652	8,546

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

Votes For -----	Votes Against -----
2,074,629	11,300

Item 3. Advisory Vote on Executive Compensation

The American Recovery and Reinvestment Act of 2009 requires recipients of funds under the Capital Purchase Program to permit a separate shareholder vote to approve the compensation of executives. The shareholders approved the executive compensation as follows:

Votes For -----	Votes Against -----
2,032,329	42,300

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SIGNATURES

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

Dated: June 3, 2010  
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THE FIRST BANCSHARES, INC.

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