

MIDSOUTH BANCORP INC  
Form 8-K  
May 24, 2017

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 24, 2017

MidSouth Bancorp, Inc.  
(Exact name of registrant as  
specified in its charter)

~~Louisiana~~ 72-1020809

(State

or

of the Commission (I.R.S. Employer  
Identification No.)

File Number)

of  
incorporation)

102 Versailles

Boulevard, 70501

Lafayette,

Louisiana

(Address of

principal  
executive (Zip Code)

offices)

Registrant's telephone number,  
including area code 337-237-8343

(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

(See General Instruction A.2.  
below):

- 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))

Indicate by check mark whether  
the registrant is an emerging  
growth company as defined in Rule  
405 of the Securities Act of 1933  
(§230.405 of this chapter) or Rule  
12b-2 of the Securities Exchange  
Act of 1934 (§240.12b-2 of this  
chapter).

Emerging  
growth  
company  
..

If an emerging growth company,  
indicate by check mark if the  
registrant has elected not to use the  
extended transition period for  
complying with any new or  
revised financial accounting  
standards provided pursuant to  
Section 13 (a) of the Exchange  
Act. "

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

On May 24, 2017, MidSouth Bancorp, Inc. (the “Company”) held its 2017 Annual Meeting of Shareholders, at which 9,756,031 shares of the Company’s common stock, \$0.10 par value per share, were represented in person or by valid proxy. The Company’s shareholders took the following actions at the 2017 Annual Meeting:

1. Election of Directors – Shareholders elected James R. Davis, Jr., Milton B. Kidd, III, O.D., and R. Glenn Pumpelly to serve as Class III Directors until the 2020 Annual Meeting of Shareholders or until their successors are elected and qualified. The number of votes cast for each of these individuals is as set forth below:

Director	Shares For	Shares Withheld	Broker Non-Votes
James R. Davis, Jr.	7,222,223	220,743	2,313,065
Milton B. Kidd, III, O.D.	7,266,146	176,820	2,313,065
R. Glenn Pumpelly	7,166,679	276,287	2,313,065

2. Non-binding advisory resolutions approving compensation of the named executive officers – Shareholders approved a non-binding advisory resolution approving the compensation paid to the named executive officers in 2016 as set forth in the Company’s proxy statement for the 2017 Annual Meeting. The vote totals were as follows:

Shares For	Shares Against	Shares Abstained	Broker Non-Votes
6,888,513	264,601	289,852	2,313,065

3. Ratify the appointment of Porter Keadle Moore, LLC (“PKM”) as the Company’s independent registered public accounting firm for the year ending December 31, 2017 – Shareholders ratified the appointment of PKM as the Company’s independent registered public accounting firm for the year ending December 31, 2017 as set forth in the Company’s proxy statement for the 2017 Annual Meeting. The vote totals were as follows:

Shares For	Shares Against	Shares Abstained
9,686,193	25,746	44,092

Items 7.01. Regulation FD Disclosure

On May 24, 2017, the Company provided presentation slides at the Company’s Annual Meeting of Shareholders. The presentation slides are attached hereto as Exhibit 99.1 and incorporated herein by reference.

The information in Item 7.01 of this Current Report on Form 8-K, including Exhibit 99.1 attached hereto and incorporated herein by reference, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (“Exchange Act”), or otherwise subject to the liabilities of that section. The information in Item 7.01 of this Current Report on Form 8-K, including Exhibit 99.1 attached hereto and incorporated herein by reference, shall not be incorporated by reference into any registration statement or other document pursuant to the Exchange Act or the Securities Act of 1933, as amended, except as otherwise expressly stated in such filing.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits



99.1 Annual Meeting of Shareholders Presentation, dated May 24, 2017.

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Signature

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.

MIDSOUTH  
BANCORP,  
INC.  
Registrant

By: /s/ James R. McLemore  
James R. McLemore  
President and Chief Executive Officer

Date: May 24, 2017