

FIRST BANCSHARES INC /MS/  
Form 8-K  
September 14, 2009  
**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) **September 14, 2009**

**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))

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On September 14, 2009, The First Bancshares, Inc. issued a press release announcing that M. Ray "Hoppy" Cole will be named Chief Executive Officer (CEO) of The First, A National Banking Association and The First Bancshares, Inc, and will be taking over the day-to-day operations of the bank as of September 14, 2009. It was also announced that David E. Johnson will continue as Chairman of the Board of The First, A National Banking Association and The First Bancshares, Inc., carrying out newly-expanded responsibilities of that office.

M. Ray "Hoppy" Cole, Jr., is 47 years of age and has served as a Director since 1998 and has been employed by the bank since 2002, first as President of the Picayune, MS, location and then as Southern Region President. He became

President of the banking system in 2006 and relocated his office to Hattiesburg, MS, in 2007.

The public announcement was made by means of a news release, the text of which is set forth in Exhibit 99.1 hereto.

**Item 9.01. Financial Statements and Exhibits**

(c) Exhibits

99.1 Press Release dated September 14, 2009

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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: September  
14, 2009

/s/ M. Ray "Hoppy" Cole, Jr.

President and CEO

(Printed Name)

(Title of Registrant Representative)