

MIDSOUTH BANCORP INC  
Form 8-K  
May 26, 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 25, 2016

MidSouth Bancorp, Inc.

(Exact name of registrant as specified in its charter)

Louisiana	1-11826	72-1020809
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

102 Versailles Boulevard, Lafayette, Louisiana	70501
(Address of principal executive offices)	(Zip Code)

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

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 25, 2016, the Company held its 2016 Annual Meeting of Shareholders, at which 9,902,488 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 2016 Annual Meeting:

1. Election of Directors – Shareholders elected Leonard Q. “Pete” Abington, Will Charbonnet, Sr. and Joseph V. Tortorice, Jr. to serve as Class II Directors until the 2019 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
Leonard Q. “Pete” Abington	6,922,360	194,014	2,786,114
Will Charbonnet, Sr.	6,931,025	185,349	2,786,114
Joseph V. Tortorice, Jr.	6,947,890	168,484	2,786,114

2. Non-binding advisory resolution approving compensation of the named executive officers - Shareholders approved a non-binding advisory resolution approving the compensation paid to the named executive officers in 2015 as set forth in the Company's proxy statement for the 2016 Annual Meeting. The vote totals were as follows:

Shares For	Shares Against	Shares Abstained	Broker Non-Votes
6,548,659	274,377	293,338	2,786,114

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, 2016 - Shareholders ratified the appointment of PKM as the Company's independent registered public accounting firm for the year ending December 31, 2016 as set forth in the Company's proxy statement for the 2016 Annual Meeting. The vote totals were as follows:

Shares For	Shares Against	Shares Abstained
9,792,287	47,313	62,888

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)

Date: May 25, 2016 By: /s/ James R. McLemore  
James R. McLemore  
Senior Executive Vice President and  
Chief Financial Officer