

ServisFirst Bancshares, Inc.
Form 8-K
April 19, 2019

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) April 17, 2019

ServisFirst Bancshares, Inc.
(Exact name of registrant as specified in its charter)

Delaware 001-36452 26-0734029
(State or other jurisdiction (Commission (IRS Employer
of incorporation) File Number) Identification No.)

2500 Woodcrest Place, Birmingham, Alabama 35209
(Address of principal executive offices) (Zip Code)

(205) 949-0302
(Registrant's telephone number, including area code)

Not Applicable
(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:

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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 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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.

Section 5 – Corporate Governance and Management

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

(a) On April 17, 2019, the Company held its Annual Meeting of Stockholders.

(b) Proxies for the Annual Meeting were solicited pursuant to Regulation 14A of the Securities Exchange Act of 1934, as amended. There was no solicitation in opposition to management’s nominees for directors as listed in the Proxy Statement, and all such nominees for director listed in the Proxy Statement were elected. The final results of the voting for directors are set forth below:

Proposal 1

Election of Directors

| <u>Nominee</u> | <u>For</u> | <u>Withhold</u> | <u>Abstain</u> | <u>Broker non-votes</u> |
|-------------------------|------------|-----------------|----------------|-------------------------|
| Thomas A. Broughton III | 36,371,003 | 196,950 | - | 11,791,858 |
| J. Richard Cashio | 36,093,929 | 474,024 | - | 11,791,858 |
| James J. Filler | 36,479,753 | 88,200 | - | 11,791,858 |
| Michael D. Fuller | 36,220,743 | 347,210 | - | 11,791,858 |
| Hatton C.V. Smith | 36,479,583 | 88,370 | - | 11,791,858 |
| Irma L. Tudor | 36,520,393 | 47,561 | - | 11,791,858 |

Described below are the other matters voted upon at the Annual Meeting and the final number of affirmative votes, negative votes, abstentions and broker non-votes:

Proposal 2

Advisory vote on executive compensation - approved

| <u>For</u> | <u>Against</u> | <u>Abstain</u> | <u>Broker non-votes</u> |
|------------|----------------|----------------|-------------------------|
| 35,926,010 | 350,858 | 291,085 | 11,791,858 |

Proposal 3

**Ratification of Dixon Hughes Goodman LLP as Independent Registered Public Accounting Firm
for the year ending December 31, 2019 - approved**

| <u>For</u> | <u>Against</u> | <u>Abstain</u> | <u>Broker non-votes</u> |
|------------|----------------|----------------|-------------------------|
| 48,139,286 | 78,735 | 141,790 | - |

As of the record date of the Annual Meeting, 53,474,708 shares of common stock were issued and outstanding, with 48,359,812 shares of common stock represented by proxies at the Annual Meeting.

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.

SERVISFIRST
BANCSHARES, INC.

/s/ Thomas A. Broughton, III
Dated: April 18, 2019 By: Thomas A. Broughton III
Chief Executive Officer