FIRST BANCSHARES INC /MS/
Form 10QSB
August 14, 2003

U. S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D. C. 20549

FORM 10-QSB

[X] QUARTERLY REPORT UNDER SECTION 13 OR 15 (D)
OF THE SECURITIES EXCHANGE ACT OF 1934

FOR THE QUARTERLY PERIOD ENDED: June 30, 2003

OR

[ ] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15 (D)
OF THE SECURITIES EXCHANGE ACT OF 1934

COMMISSION FILE NUMBER: 33-94288

THE FIRST BANCSHARES, INC.
(EXACT NAME OF SMALL BUSINESS ISSUER AS SPECIFIED IN ITS CHARTER)

MISSISSIPPI	64-0862173
(STATE OF INCORPORATION)	(I.R.S. EMPLOYER IDENTIFICATION NO.)

6480 U.S. HIGHWAY 98 WEST HATTIESBURG, MISSISSIPPI	39404-5549
(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES)	(ZIP CODE)

(601) 268-8998
(ISSUER'S TELEPHONE NUMBER, INCLUDING AREA CODE)

NONE
(FORMER NAME, ADDRESS AND FISCAL YEAR, IF CHANGED SINCE LAST REPORT)

INDICATE BY CHECK MARK WHETHER THE ISSUER: (1) HAS FILED ALL REPORTS REQUIRED TO BE FILED BY SECTION 13 OR 15 (D) OF THE SECURITIES EXCHANGE ACT OF 1934 DURING THE PRECEDING 12 MONTHS (OR FOR SUCH SHORTER PERIOD THAT THE REGISTRANT WAS REQUIRED TO FILE SUCH REPORTS), AND (2) HAS BEEN SUBJECT TO SUCH FILING REQUIREMENTS FOR THE PAST 90 DAYS.

YES X NO

ON JUNE 30, 2003, 1,188,779 SHARES OF THE ISSUER'S COMMON STOCK, PAR VALUE $1.00 PER SHARE, WERE ISSUED AND OUTSTANDING.

TRANSITIONAL SMALL BUSINESS DISCLOSURE FORMAT (CHECK ONE):

YES NO X

PART I - FINANCIAL INFORMATION

Item 1. FINANCIAL STATEMENTS

THE FIRST BANCSHARES, INC.

CONDENSED CONSOLIDATED BALANCE SHEETS

($ amounts in thousands)	(Unaudited) June 30, 2003	December 31, 2002
ASSETS		
Cash and due from banks	$ 7,813	$ 6,638
Interest-bearing deposits with banks	526	653
Federal funds sold	4,379	4,810
Total cash and cash equivalents	12,718	12,101
Securities held-to-maturity, at amortized cost	15	25
Securities available-for-sale, at fair value	23,693	25,721
Loans held for sale	8,567	7,091
Loans	104,772	100,678
Allowance for loan losses	(1,216)	(1,228)
LOANS, NET	103,556	99,450
Premises and equipment	8,382	7,986
Accrued income receivable	883	944
Cash surrender value	3,099	3,019
Other assets	1,087	1,090
	$162,000	$157,427
LIABILITIES AND SHAREHOLDERS' EQUITY		
Liabilities:		
Deposits:		
Noninterest-bearing	$ 19,927	$ 16,604
Time, $100,000 or more	31,302	33,551
Interest-bearing	74,564	67,966
TOTAL DEPOSITS	125,793	118,121
Interest payable	198	240
Borrowed funds	12,973	16,637
Guaranteed preferred beneficial interests in Company's subordinated debentures	7,000	7,000
Other liabilities	308	506
TOTAL LIABILITIES	146,272	142,504
SHAREHOLDERS' EQUITY:		
Common stock, $1 par value. Authorized 10,000,000 shares; 1,188,779 and 1,165,165 shares issued and outstanding at June 30, 2003 and December 31, 2002,		

respectively.	1,189	1,165
Preferred stock, par value $1 per share, 10,000,000 shares authorized; no shares issued and outstanding	-	-
Additional paid-in capital	12,902	12,512
Retained earnings	1,502	1,060
Accumulated other comprehensive income	135	186
TOTAL SHAREHOLDERS' EQUITY	15,728	14,923
	$162,000	$157,427

THE FIRST BANCSHARES, INC.

CONDENSED CONSOLIDATED STATEMENTS OF INCOME

($ amounts in thousands except earnings per share)

	(Unaudited) Three Months Ended June 30,		(Unaudited) Six Months Ended June 30,	
	2003	2002	2003	2002
INTEREST INCOME:				
Loans, including fees	$ 2,517	$ 2,137	$ 4,949	$ 4,140
Securities:				
Taxable	133	217	292	419
Tax exempt	24	15	49	16
Federal funds sold	10	14	22	32
Other	20	29	41	45
TOTAL INTEREST INCOME	2,704	2,412	5,353	4,652
INTEREST EXPENSE:				
Deposits	601	740	1,198	1,538
Other borrowings	219	222	443	325
TOTAL INTEREST EXPENSE	820	962	1,641	1,863
NET INTEREST INCOME	1,884	1,450	3,712	2,789
PROVISION FOR LOAN LOSSES	125	120	211	209
NET INTEREST INCOME AFTER PROVISION FOR LOAN LOSSES	1,759	1,330	3,501	2,580
NONINTEREST INCOME:				
Service charges on deposit accounts	345	342	673	611
Other service charges, commissions and fees	103	74	203	156

TOTAL OTHER INCOME	448	416	876	767
NONINTEREST EXPENSES:				
Salaries and employee benefits	992	753	1,975	1,462
Occupancy and equipment expense	306	246	593	469
Other operating expenses	540	505	967	862
TOTAL OTHER EXPENSES	1,838	1,504	3,535	2,793
INCOME BEFORE INCOME TAXES	369	242	842	554
INCOME TAXES	124	87	282	191
NET INCOME	$ 245	$ 155	$ 560	$ 363
EARNINGS PER SHARE - BASIC	$ .21	$ .13	$ .48	$ .31
EARNINGS PER SHARE - ASSUMING DILUTION	$ .20	$ .13	$ .46	$ .30
DIVIDENDS PER SHARE	$ -	$ -	$ .10	$ .10

THE FIRST BANCSHARES, INC.

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

($ Amounts in Thousands)

	(Unaudited) Six Months Ended June 30,	
	2003	2002
CASH FLOWS FROM OPERATING ACTIVITIES:		
NET INCOME	$ 560	$ 363
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	339	244
Provision for loan losses	211	209
(Increase) decrease in accrued income receivable	61	(78)
Increase in loans held-for-sale	(1,476)	(1,004)
Decrease in interest payable	(42)	(97)
Other, net	(211)	693
NET CASH USED BY OPERATING ACTIVITIES	(558)	330
CASH FLOWS FROM INVESTING ACTIVITIES:		
Maturities and calls of securities available for sale	11,765	10,248
Maturities and calls of securities held-to-maturity	10	7
Purchases of securities available-for-sale	(9,817)	(12,012)

Net increase in loans	(4,317)	(13,455)
Purchases of premises and equipment	(691)	(556)
Increase in cash surrender value	(80)	(1,782)
NET CASH USED BY INVESTING ACTIVITIES	(3,130)	(17,550)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Increase in deposits	7,672	3,028
Net increase (decrease) in borrowed funds	(3,663)	6,238
Issuance of trust preferred securities	-	7,000
Issuance of common stock	413	-
Dividends paid on common stock	(117)	(117)
Exercise of stock options	-	110
NET CASH PROVIDED BY FINANCING ACTIVITIES	4,305	16,259
NET INCREASE (DECREASE) IN CASH	617	(961)
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	12,101	9,334
CASH AND CASH EQUIVALENTS AT END OF PERIOD	$ 12,718	$ 8,373
CASH PAYMENTS FOR INTEREST	$ 1,683	$ 1,960
CASH PAYMENTS FOR INCOME TAXES	248	245

THE FIRST BANCSHARES, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

NOTE A -- BASIS OF PRESENTATION

The accompanying unaudited consolidated financial statements have been prepared in accordance with generally accepted accounting principles for interim financial statements and with the instructions to Form 10-QSB and Item 310(b) of Regulation S-B of the Securities and Exchange Commission. Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. However, in the opinion of management, all adjustments (consisting of normal recurring adjustments) considered necessary for a fair presentation have been included. Operating results for the six months ended June 30, 2003, are not necessarily indicative of the results that may be expected for the year ended December 31, 2003. For further information, please refer to the consolidated financial statements and footnotes thereto included in the Company's Form 10-KSB for the year ended December 31, 2002.

NOTE B -- SUMMARY OF ORGANIZATION

The First Bancshares, Inc., Hattiesburg, Mississippi (the "Company"), was incorporated June 23, 1995, under the laws of the State of Mississippi for the purpose of operating as a bank holding company with respect to a then proposed de novo bank, The First National Bank of South Mississippi, Hattiesburg, Mississippi (the "Hattiesburg Bank"). The Hattiesburg Bank opened for business on August 5, 1996, with a total capitalization of $5.2 million.

On August 10, 1998, the Company filed a registration statement on Form SB-2 relating to the issuance of up to 533,333 shares of Common Stock in connection with the formation of the First National Bank of the Pine Belt (Laurel Bank). The offering was closed on December 31, 1998, with 428,843 shares subscribed with an aggregate purchase price of $6.4 million. On January 19, 1999, the Laurel Bank received approval from its banking regulator to begin banking operations, and the Company used $5 million of the net proceeds to purchase 100% of the capital stock of the Laurel Bank. Simultaneously, the 428,843 shares subscribed to in the offering were issued. Subsequent to June 30, 2003, the Banks petitioned the Office of the Comptroller of Currency to merge the two banks. Approval is pending after a period of required publication of legal notices.

The Hattiesburg and Laurel Banks are wholly-owned subsidiaries of the Company. The Company's strategy is for the Hattiesburg Bank and the Laurel Bank to operate on a decentralized basis, emphasizing each Bank's local board of directors and management and their knowledge of their local community. Each Bank's local board of directors acts to promote its Bank and introduce prospective customers. The Company believes that this autonomy will allow each Bank to generate high-yielding loans and to attract and retain core deposits. In 2002, the Hattiesburg Bank received approval from banking regulators to operate a branch in Picayune, Mississippi. Picayune operations consisted of a "Loan Production Office" in the first quarter of 2003. Branch operations began in June, 2003.

On February 11, 2003, the Company filed a registration statement on Form S-2 relating to the issuance of up to 45,000 shares of Common Stock in connection with the opening of a branch in Picayune, Mississippi. The maximum offering price per share of the $1 par value stock is $17.50 with an offering period that terminated July 31, 2003, after a total of 26,494 shares were sold.

The Hattiesburg Bank and the Laurel Bank engage in general commercial banking business, emphasizing in its marketing the Bank's local management and ownership. The Banks offer a full range of banking services designed to meet the basic financial needs of its customers. These services include checking accounts, NOW accounts, money market deposit accounts, savings accounts, certificates of deposit, and individual retirement accounts. The Banks also offer short- to medium-term commercial, mortgage, and personal loans. At June 30, 2003, the Company had approximately $162.0 million in consolidated assets, $104.8 million in consolidated loans, $125.8 million in consolidated deposits, and $15.7 million in consolidated shareholders' equity. For the six months ended June 30, 2003, the Company reported a consolidated net income of $560,000. For the same period, the Hattiesburg Bank reported net income of $586,000 and the Laurel Bank reported net income of $83,000.

In the first quarter of 2002 and 2003, the Company declared and paid dividends of $.10 per common share.

NOTE C -- EARNINGS PER COMMON SHARE

Basic per share data is calculated based on the weighted-average number of common shares outstanding during the reporting period. Diluted per share data includes any dilution from potential common stock outstanding, such as exercise of stock options.

For the Three Months Ended

	June 30, 2003		
	Net Income (Numerator)	Shares (Denominator)	Per Share Data
Basic per share	$ 245,000	1,180,784	$.21
Effect of dilutive shares:			
Stock options	-	38,445	
Diluted per share	$ 245,000	1,219,229	$.20

	For the Six Months Ended June 30, 2003		
	Net Income (Numerator)	Shares (Denominator)	Per Share Data
Basic per share	$ 560,000	1,172,938	$.48
Effect of dilutive shares:			
Stock options	-	38,445	
Diluted per share	$ 560,000	1,211,383	$.46

	For the Three Months Ended June 30, 2002		
	Net Income (Numerator)	Shares (Denominator)	Per Share Data
Basic per share	$ 155,000	1,165,165	$.13
Effect of dilutive shares:			
Stock options	-	35,130	
Diluted per share	$ 155,000	1,200,295	$.13

	For the Six Months Ended June 30, 2002		
	Net Income (Numerator)	Shares (Denominator)	Per Share Data
Basic per share	$ 363,000	1,165,165	$.31
Effect of dilutive shares:			
Stock options	-	35,130	

Diluted per share	$ 363,000	1,200,295	$.30

NOTE D - STOCK-BASED COMPENSATION

The Company has a stock-based employee compensation plan which is accounted for under the recognition and measurement principles of Accounting Principles Board ("APB") Opinion No. 25, Accounting for Stock Issued to Employees, and related Interpretations. No stock-based employee compensation cost is reflected in net income, as all stock options granted under these plans had an exercise price equal to the market value of the underlying common stock on the date of grant. The following table illustrates the effect on net income and earnings per share as if the Company had applied the fair value recognition provisions of Financial Accounting Standards Board ("FASB") SFAS No. 123, Accounting for Stock-Based Compensation, to stock-based employee compensation.

($ amounts in thousands except for per share data)

	Quarter Ended June 30,	
	2003	2002
Net income, as reported	$ 245	$ 155
Deduct: Total stock-based employee compensation expense determined under fair value based method for all awards, net of related tax effects	(11)	(27)
Pro forma net income	$ 234	$ 128
Earnings per share:		
Basic - as reported	$ .21	$ .13
Basic - pro forma	.20	.11
Diluted - as reported	.20	.13
Diluted - pro forma	.19	.11

	Six Months Ended June 30,	
	2003	2002
Net income, as reported	$ 560	$ 363
Deduct: Total stock-based employee compensation expense determined under fair value based method for all awards, net of related tax effects	(40)	(53)

Pro forma net income	$ 520	$ 310
	=====	=====
Earnings per share:		
Basic - as reported	$ .48	$ .31
Basic - pro forma	.44	.27
Diluted - as reported	.46	.30
Diluted - pro forma	.43	.26

NOTE E - COMPREHENSIVE INCOME

The following table discloses Comprehensive Income for the periods reported in the Consolidated Statements of Income:
(In thousands)

	Quarter Ended June 30,	
	2003	2002
Net Income	$245	$155
Other Comprehensive Income (loss) net of tax:		
Unrealized holding gains (losses) on securities during the period, net of taxes	(37)	88
Comprehensive Income	$208	$243
	====	====
Accumulated Comprehensive Income	$135	$145
	====	====

	Six Months Ended June 30,	
	2003	2002
Net Income	$560	$363
Other Comprehensive Income (Loss) net of tax:		
Unrealized holding gains (losses) on securities during the period, net of taxes	(51)	34
Comprehensive Income	$509	$397
	====	====
Accumulated Comprehensive Income	$135	$145
	====	====

ITEM NO. 2 MANAGEMENT DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

FINANCIAL CONDITION

The following discussion contains "forward-looking statements" relating to, without limitation, future economic performance, plans and objectives of management for future operations, and projections of revenues and other financial items that are based on the beliefs of the Company's management, as well as assumptions made by and information currently available to the Company's management. The words "expect," "estimate," "anticipate," and "believe," as well as similar expressions, are intended to identify forward-looking statements. The Company's actual results may differ materially from the results discussed in the forward-looking statements, and the Company's operating performance each quarter is subject to various risks and uncertainties that are discussed in detail in the Company's filings with the Securities and Exchange Commission, including the "Risk Factors" section in the Company's Registration Statement on Form SB-2 (Registration Number 333-61081) as filed with and declared effective by the Securities and Exchange Commission.

The Hattiesburg Bank completed its first full year of operations in 1997 and has grown substantially since opening on August 5, 1996. The Laurel Bank has been in operation since January 19, 1999. Comparisons of the Company's results for the periods presented should be made with an understanding of the subsidiary Banks' short histories.

The subsidiary Banks represent virtually all of the assets of the Company. The Hattiesburg Bank reported total assets of $110.2 million at June 30, 2003, compared to $107.1 million at December 31, 2002. Loans increased $3.1 million, or 4.0%, during the first six months of 2003. Deposits at June 30, 2003, totaled $89.5 million compared to $83.0 million at December 31, 2002. For the six month period ended June 30, 2003, the Hattiesburg Bank reported net income of $586,000, compared to $341,000 at June 30, 2002. At June 30, 2003, the Laurel Bank had total assets of $50.2 million compared to $48.8 million at December 31, 2002. Total loans increased $2.4 million, or 8.1% during the first six months of 2003. Deposits at June 30, 2003, totaled $41.0 million compared to the December 31, 2002, balance of $40.1 million. For the six month period ended June 30, 2003, the Laurel Bank reported net income of $83,000, compared to $101,000 for the six months ended June 30, 2002.

NONPERFORMING ASSETS AND RISK ELEMENTS. Diversification within the loan portfolio is an important means of reducing inherent lending risks. At June 30, 2003, the subsidiary Banks had no concentrations of ten percent or more of total loans in any single industry nor any geographical area outside their immediate market areas.

At June 30, 2003, the subsidiary banks had loans past due as follows:

	($ In Thousands)
Past due 30 through 89 days	$583
Past due 90 days or more and still accruing	617

The accrual of interest is discontinued on loans which become ninety days past due (principal and/or interest), unless the loans are adequately secured and in the process of collection. There were no nonaccrual loans at June 30, 2003. Any other real estate owned is carried at fair value, determined by an appraisal. Other real estate owned totaled $221,000 at June 30, 2003. A loan is classified as a restructured loan when the interest rate is materially reduced or the term is extended beyond the original maturity date because of the inability of the borrower to service the debt under the original terms. The subsidiary Banks had no restructured loans at June 30, 2003.

LIQUIDITY AND CAPITAL RESOURCES

Liquidity is considered adequate with cash and cash equivalents of $12.7 million as of June 30, 2003. In addition, loans and investment securities repricing or maturing within one year or less exceed $49.1 million at June 30, 2003. Approximately $11.3 million in loan commitments are expected to be funded within the next six months and other commitments, primarily standby letters of credit, totaled $121,000 at June 30, 2003.

There are no known trends or any known commitments of uncertainties that will result in the subsidiary banks' liquidity increasing or decreasing in a material way. In addition, the Company is not aware of any recommendations by any regulatory authorities which would have a material effect on the Company's liquidity, capital resources or results of operations.

Total consolidated equity capital at June 30, 2003, is $15.7 million, or approximately 9.7% of total assets. The Hattiesburg Bank and Laurel Bank currently have adequate capital positions to meet the minimum capital requirements for all regulatory agencies. Their capital ratios as of June 30, 2003, are as follows:

	Hattiesburg Bank	Laurel Bank
Tier 1 leverage	10.6%	10.3%
Tier 1 risk-based	13.7%	12.7%
Total risk-based	14.7%	13.6%

On March 26, 2002, The First Bancshares Statutory Trust 1 (the Trust), a wholly-owned subsidiary trust of the Company, issued $7,000,000 of redeemable cumulative trust preferred securities. The Trust used the funds to acquire floating rate subordinated debentures from the Company. The debentures bear an initial interest rate of 5.59% which is adjusted annually at June 26 to the 3-month LIBOR plus 3.60%. The debentures have a maturity of 30 years. These debentures qualify as Tier 1 capital up to 25% of other components of Tier 1 capital.

RESULTS OF OPERATIONS

The Company had a consolidated net income of $560,000 for the six months ending June 30, 2003, compared with consolidated net income of $363,000 for the same period last year.

Net interest income increased to $3,712,000 from $2,789,000 for the first six months ending June 30, 2003, or an increase of 33.1%. Earning assets through June 30, 2003, increased $7.3 million and interest-bearing liabilities also increased $6.8 million compared to June 30, 2002, reflecting increases of 5.4% and 5.7%, respectively.

Noninterest income for the six months ending June 30, 2003, was $876,000 compared to $767,000 for the same period in 2002, reflecting an increase of $109,000 or 14.2% Noninterest income consists mainly of service charges, commissions, and fees. Service charges on deposit accounts for the six months ending June 30, 2003, totaled $673,000 compared with $611,000 for the same period in 2002 and is a reflection of the continuing growth of the deposit base.

The provision for loan losses was $211,000 in the first six months of 2003 compared with $209,000 for the same period in 2002. The allowance for loan losses of $1.2 million at June 30, 2003 (approximately 1.2% of loans) is considered by management to be adequate to cover losses inherent in the loan portfolio. The level of this allowance is dependent upon a number of factors, including the total amount of past due loans, general economic conditions, and management's assessment of potential losses. This evaluation is inherently subjective as it requires estimates that are susceptible to significant change. Ultimately, losses may vary from current estimates and future additions to the allowance may be necessary. Thus, there can be no assurance that charge-offs in future periods will not exceed the allowance for loan losses or that additional increases in the loan loss allowance will not be required. Management evaluates the adequacy of the allowance for loan losses quarterly and makes provisions for loan losses based on this evaluation.

Noninterest expense increased from $2.8 million for the six months ended June 30, 2002, to $3.5 million for the same period in 2003. This increase of 26.6% reflected the continued growth of the subsidiary banks and the related services being offered which resulted in an increase in the number of employees.

ITEM NO. 3. CONTROLS AND PROCEDURES

Within 90 days prior to the filing of this report, an evaluation under the direction of the Company's Chief Executive Officer and Principal Accounting Officer was performed to determine the effectiveness of the Company's disclosure controls and procedures. These controls and procedures were found to be adequate.

There were no significant changes in the Company's internal controls or other factors subsequent to the date of the evaluation that could significantly affect these controls.

PART II -- OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

None

ITEM 2. CHANGES IN SECURITIES

None

ITEM 3. DEFAULT UPON SENIOR SECURITIES

None

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

At the Company's annual meeting of stockholders held April 24, 2003, the following proposals were approved:

The following individuals were elected to serve as Class II directors of the Company for terms that expire at the annual meeting of stockholders to be held in 2006:

David E. Johnson	Andrew D. Stetelman
Trent A. Mulloy	Ralph T. Simmons
Dawn T. Parker	Charles R. Lightsey

The following individual was elected to serve as Class I director of the Company for a term that expires at the annual meeting of stockholders to be held in 2005:

Gregory H. Mitchell

The following individual was elected to serve as Class III director of the Company for a term that expires at the annual meeting of stockholders to be held in 2004:

Gerald Claiborne Patch

Set forth below is the number of votes cast for, against, or withheld, with respect to each nominee for office:

	For	Against	Withheld
Gregory H. Mitchell	708,659	0	3,600
David E. Johnson	701,467	0	10,792
Trent A. Mulloy	708,659	0	3,600
Dawn T. Parker	708,659	0	3,600
Andrew D. Stetelman	708,659	0	3,600
Ralph T. Simmons	691,658	0	20,601
Charles R. Lightsey	708,659	0	3,600
Gerald Claiborne Patch	708,659	0	3,600

The terms of the Class II directors expire at the 2006 Annual Shareholders Meeting, the terms of the Class I directors will expire at the 2005 Annual Shareholders Meeting, and the terms of the Class III directors will expire at the 2004 Annual Shareholders Meeting. The directors and their classes are:

Class I	Class II	Class III
Perry E. Parker	Trent A. Mulloy	David W. Bomboy, M.D.
Ted E. Parker	David E. Johnson	E. Ricky Gibson
Dennis L. Pierce	Dawn T. Parker	Fred A. McMurry
J. Douglas Seidenburg	Andrew D. Stetelman	M. Ray (Hoppy) Cole
A. L. Smith	Ralph T. Simmons	Gerald Claiborne Patch
Gregory H. Mitchell	Charles R. Lightsey	

ITEM 5. OTHER INFORMATION

None

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

(a) Exhibits

Exhibit No.	
31.1	Certification of principal executive officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
31.2	Certification of principal financial officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
32.1	Certification of principal executive officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to

Section 906 of the Sarbanes-Oxley Act of 2002.

32.2 Certification of principal financial officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

(b) The Company did not file any reports on Form 8-K during the quarter ended June 30, 2003.

SIGNATURES

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

THE FIRST BANCSHARES, INC.
(Registrant)

August 14, 2003	/S/ DAVID E. JOHNSON
(Date)	David E. Johnson, President and Chief Executive Officer
August 14, 2003	/S/ DAVID O. THOMS, JR.
(Date)	David O. Thoms, Jr., Senior Vice President and Principal Accounting and Financial Officer