

FIRST CITIZENS BANCSHARES INC /TN/
Form 8-K
May 18, 2010

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 18, 2010 (April 21, 2010)

First Citizens Bancshares, Inc.

(Exact name of registrant as specified in its charter)

Commission file number 0-11709

Tennessee
(State or other jurisdiction of
incorporation or organization)

0-11709
(Commission File Number)

62-1180360
(IRS Employer
Identification No.)

P.O. Box 370, One First Citizens Place
Dyersburg, Tennessee 38024

(Address of principal executive offices including zip code)

(731) 285-4410

(Registrant's telephone number, including area code)

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 Instructions 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 240.133-4(c))

Section 5 - Corporate Governance and Management

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

The Annual Meeting of Shareholders (the "Annual Meeting") of First Citizens Bancshares, Inc. (the "Company") was held on April 21, 2010. Matters submitted at the Annual Meeting and the voting results thereof were as follows:

Proposal 1: Election of Directors. In accordance with the following vote, the shareholders of the Company elected each of the director nominees nominated by the Company's Board of Directors to serve until the 2013 annual meeting of shareholders or until his or her successor has met the necessary qualifications and has been elected.

<u>Director</u>	<u>Votes For</u>	<u>Withheld</u>	<u>Broker Non-Votes</u>
William C. Cloar	2404356	397	0
James Daniel Carpenter	2404356	397	0
Richard W. Donner	2404356	397	0
Bentley F. Edwards	2404356	397	0
Ralph E. Henson	2402010	2743	0
Stallings Lipford	2402010	2743	0
Larry S. White	2402010	2743	0

Proposal 2: Ratification of Appointment of Independent Registered Public Accounting Firm. The Company's shareholders ratified the appointment of Alexander Thompson Arnold PLLC as the Company's independent registered public accounting firm for the year ending December 31, 2010 by the following vote:

<u>For</u>	<u>Against</u>	<u>Abstain</u>
2403165	0	1588

SIGNATURES

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.

FIRST CITIZENS BANCSHARES, INC.

By: /s/ Laura Beth Butler

Laura Beth Butler

Executive Vice President & Chief Financial Officer

Date: May 18, 2010

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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DORGAN DAVID M 1201 SOUTH SECOND STREET MILWAUKEE, WI 53204			VP and Controller	

Signatures

Karen A. Balistreri, Attorney-in-Fact for David M.
Dorgan

11/15/2007

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Includes shares represented by Company stock fund units acquired under the Company Savings Plan since the date of the last ownership report for this person, based on information furnished by the Plan Administrator as of 09/30/2007.
- (2) 1,300 shares are held by Company to implement restrictions on transfer unless and until certain conditions are met.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.