

FIRST BANCSHARES INC /MS/
Form 4/A
February 15, 2017

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
COLE M RAY JR

2. Issuer Name and Ticker or Trading Symbol
FIRST BANCSHARES INC /MS/
[FBMS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
8 AUBURN LANE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/01/2017

Director 10% Owner
 Officer (give title below) Other (specify below)
PRESIDENT AND CEO

HATTIESBURG, MS 39402

4. If Amendment, Date Original Filed(Month/Day/Year)
02/03/2017

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
COMMON STOCK ⁽¹⁾	02/01/2017		A		10,717	A	\$ 0
COMMON STOCK	02/01/2017		F		2,666	D	\$ 27.65
							75,853
							73,187 ⁽²⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COLE M RAY JR 8 AUBURN LANE HATTIESBURG, MS 39402	X		PRESIDENT AND CEO	

Signatures

M. Ray Cole, Jr. 02/03/2017
 __Signature of Date
 Reporting Person

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) Restricted stock grant, subject to forfeiture, vesting on 2-1-2022.

Includes 5,436 shares of restricted stock (remaining after 2,666 shares were surrendered for taxes) that were granted on 2-1-14 and vested on 2-1-17. Mr. Cole's shares that have vested are no longer subject to delivery restrictions that were formerly required pursuant to the company's participation in the U.S. Treasury's Troubled Asset Relief Program. As of Dec. 6, 2016, the company no longer participates in the TARP Program.

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. -LEFT: 0pt; TEXT-INDENT: 0pt; LINE-HEIGHT: 1.25; MARGIN-RIGHT: 0pt" align="left">

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.

JUPITER Global Holdings, Corp.

Date: September 16, 2005

By: /s/ Ray Hawkins

Ray Hawkins
Chief Executive Officer

bold; FONT-SIZE: 10pt; FONT-FAMILY: times new roman">Total Liabilities and Shareholders' Equity 1 128
877 1 111 546 1 125 385

CONDENSED STATEMENTS OF CASH FLOW Amounts in USD '000	Nine Months Ended		Twelve Months
	Sep. 30, 2012 (unaudited)	Sep. 30, 2011 (unaudited)	Dec. 31, 2011
Net Cash Provided by (Used in) Operating Activities	5 936	(465)	(12 163)
Investment in Marketable Securities	0	(795)	(795)
Investment in Vessels	(1 716)	(60 475)	(91 536)
Repayment of Deposit and Loan, Nordic Galaxy	9 000	0	10 609
Other	(129)	0	(61)
Net Cash Provided by (Used in) Investing Activities	7 155	(61 270)	(81 783)
Net Proceeds from Issuance of Common Stock	75 584	0	4
Proceeds from Use of Credit Facility	20 000	95 000	155 000
Dividends Paid	(47 624)	(40 082)	(54 273)
Net Cash Provided by (Used in) Financing Activities	47 960	54 918	100 731
Net Increase (Decrease) in Cash and Cash Equivalents	61 051	(6 817)	6 785
Cash and Cash Equivalents at Beginning of Period	24 006	17 221	17 221
Cash and Cash Equivalents at End of Period	85 057	10 404	24 006

NORDIC AMERICAN TANKER LIMITED

RECONCILIATION OF NON-GAAP FINANCIAL MEASURES Amounts in USD '000	Three Months Ended		Nine Months Ended		
	Sep. 30, 2012 (unaudited)	June 30, 2012 (unaudited)	Sep. 30, 2011 (unaudited)	Sep. 30, 2012 (unaudited)	Sep. 30, 2011 (unaudited)
Voyage Revenue	20 085	29 255	16 172	86 011	70 158
Voyage Expense	(4 624)	(707)	(4 929)	(11 527)	(9 548)
Net Voyage Revenue (1)	15 461	28 548	11 243	74 484	60 610

	Three Months Ended			Twelve Months Ended
	Sep. 30, 2012 (unaudited)	June 30, 2012 (unaudited)	Sep. 30, 2011 (unaudited)	Dec. 31, 2011
Net Operating Loss	(21 761)	(7 192)	(37 097)	(71 213)
Depreciation Expense	17 431	17 192	15 467	64 626
Loss on Contract	0	0	16 200	16 200
Share Based Compensation and Pension Cost	1 168	346	(34)	3 129
Operating Cash Flow (2)	(3 162)	10 346	(5 464)	12 742

Net voyage revenues represents voyage revenues less voyage expenses such as bunker fuel, port fees, canal tolls and brokerage commissions. Net voyage revenues is included because certain investors use this data to measure a shipping

company's financial performance. Net voyage revenues is not required by accounting principles generally accepted in the United States and should not be considered as an alternative to net income or any other indicator of the Company's performance required by accounting principles generally accepted in the United States.

Operating cash flow represents income from vessel operations before depreciation and non-cash administrative charges. Operating cash flow is included because certain investors use this data to measure a shipping company's financial performance. Operating cash flow is not required by accounting principles generally accepted in the United States and should not be considered as an alternative to net income or any other indicator of the Company's performance required by accounting principles generally accepted in the United States.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

Matters discussed in this press release may constitute forward-looking statements. The Private Securities Litigation Reform Act of 1995 provides safe harbor protections for forward-looking statements in order to encourage companies to provide prospective information about their business. Forward-looking statements include statements concerning plans, objectives, goals, strategies, future events or performance, and underlying assumptions and other statements, which are other than statements of historical facts.

The Company desires to take advantage of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995 and is including this cautionary statement in connection with this safe harbor legislation. The words "believe," "anticipate," "intend," "estimate," "forecast," "project," "plan," "potential," "will," "may," "should," "expect," "pending" and similar expressions identify forward-looking statements. Declaration of dividends is solely in the discretion of the Board of Directors and may change from time to time."

The forward-looking statements in this press release are based upon various assumptions, many of which are based, in turn, upon further assumptions, including without limitation, our management's examination of historical operating trends, data contained in our records and other data available from third parties. Although we believe that these assumptions were reasonable when made, because these assumptions are inherently subject to significant uncertainties and contingencies which are difficult or impossible to predict and are beyond our control, we cannot assure you that we will achieve or accomplish these expectations, beliefs or projections. We undertake no obligation to update any forward-looking statement, whether as a result of new information, future events or otherwise.

Important factors that, in our view, could cause actual results to differ materially from those discussed in the forward-looking statements include the strength of world economies and currencies, general market conditions, including fluctuations in charter rates and vessel values, changes in demand in the tanker market, as a result of changes in OPEC's petroleum production levels and world wide oil consumption and storage, changes in our operating expenses, including bunker prices, drydocking and insurance costs, the market for our vessels, availability of financing and refinancing, changes in governmental rules and regulations or actions taken by regulatory authorities, potential liability from pending or future litigation, factors impacting the declaration of dividends, general domestic and international political conditions, potential disruption of shipping routes due to accidents or political events, vessels breakdowns and instances of off-hires and other important factors described from time to time in the reports filed by the Company with the Securities and Exchange Commission, including the prospectus and related prospectus supplement, our Annual Report on Form 20-F, and our reports on Form 6-K.

Contacts:

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