

SOUTHWEST GEORGIA FINANCIAL CORP

Form 8-K

May 27, 2015

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 27, 2015

SOUTHWEST GEORGIA FINANCIAL CORPORATION

(Exact name of Registrant as Specified in its Charter)

Georgia	001-12053	58-1392259
(State or other Jurisdiction of Incorporation or Organization)	(Commission File Number)	(IRS Employer Identification No.)

201 First Street, S.E.	
Moultrie, Georgia	31768
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (229) 985-1120

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:

- Written communications pursuant to Rule 425 under the Securities Act.
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act.
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act.
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act.

ITEM 5.07 SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

The annual meeting of the shareholders of the Corporation was held on May 26, 2015. Total shares eligible to vote amounted to 2,547,837. A total of 2,021,845 shares (79.36%) were represented by shareholders in attendance or by proxy.

Proposal 1: Election of Directors

The following nine directors were elected to serve on the Board of Directors for one year until the next annual meeting.

Director	Votes For	Votes Withheld	Broker Non-Votes
Cecil H. Barber	1,456,777	405	564,663
John J. Cole, Jr.	1,457,027	155	564,663
DeWitt Drew	1,456,381	801	564,663
Michael J. McLean	1,457,027	155	564,663
Richard L. Moss	1,456,577	605	564,663
Roy H. Reeves	1,456,577	605	564,663
Johnny R. Slocumb	1,456,577	605	564,663
M. Lane Wear	1,457,027	155	564,663
Marcus R. Wells	1,457,027	155	564,663

Proposal 2: "Say on Pay" Resolution

The advisory "say on pay" resolution supporting the compensation plan for the executive officers was approved.

For	Against	Abstained	Broker Non-Votes
1,400,883	13,362	42,937	564,663

Proposal 3: Appointment of Independent Auditors

TJS Deemer Dana, LLP, was appointed as our independent auditors for the fiscal year 2015.

For	Against	Abstained	Broker Non-Votes
2,007,617	1,741	12,487	0

ITEM 8.01 OTHER EVENTS

On May 27, 2015, Southwest Georgia Financial Corporation announced that its Board of Directors at its meeting declared a quarterly cash dividend of \$0.10 per common share. The dividend is payable June 18, 2015, to shareholders of record on June 8, 2015. The Corporation paid a quarterly cash dividend of \$0.10 per common share in March 2015. Southwest Georgia Financial Corporation or its predecessor, Southwest Georgia Bank, has paid cash dividends for 87 consecutive years.

A copy of that press release is attached as Exhibit 99.1 to this Current Report.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits:

The following exhibit is furnished with this report.

Exhibit 99.1: Southwest Georgia Financial Corporation's press release dated May 27, 2015.

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, thereunto duly authorized.

SOUTHWEST GEORGIA FINANCIAL CORPORATION

BY: /s/George R. Kirkland
GEORGE R. KIRKLAND
EXECUTIVE VICE PRESIDENT, CHIEF FINANCIAL
OFFICER, AND TREASURER

Date: May 27, 2015

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated May 27, 2015