

INVESTORS TITLE CO  
Form 8-K  
May 17, 2012  
**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

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**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 16, 2012

**INVESTORS TITLE COMPANY**

(Exact Name of Registrant as Specified in Charter)

North Carolina                      0-11774                      56-1110199  
(State or Other Jurisdiction    (Commission File Number) (IRS Employer Identification No.)  
of Incorporation)

121 North Columbia Street, Chapel Hill, North Carolina    27514  
(Address of Principal Executive Offices)                      (Zip Code)

Registrant's telephone number, including area code: (919) 968-2200

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 (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))

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

On May 16, 2012, Investors Title Company held its annual meeting of shareholders for the purposes of electing three directors for three-year terms or until their successors are elected and qualified to fill the expiring terms of James A. Fine, Jr., H. Joe King, Jr., and James R. Morton. With a quorum present, James A. Fine, Jr., H. Joe King, Jr., and James R. Morton were elected to the Board to serve for three years or until their successors are elected and qualified. Below is a summary of the final results:

	Broker		
<u>Director</u>	<u>For</u>	<u>Withheld</u>	<u>Non-Votes</u>
James A. Fine, Jr.	1,388,302	2,532	299,039
H. Joe King, Jr.	1,389,274	1,560	299,039
James R. Morton	1,389,734	1,100	299,039

Additionally, the shareholders considered the ratification of the appointment of Dixon Hughes Goodman LLP as the Company's Independent Registered Public Accounting Firm for 2012 and such action was ratified with an affirmative vote of 1,695,267 shares. 530 shares were voted against and 833 shares abstained from voting.

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**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.

**INVESTORS TITLE  
COMPANY**

Date: May 17, 2012 By: /s/ James A. Fine, Jr.  
James A. Fine, Jr.  
President, Treasurer and  
Chief Financial Officer