

FIRST BANCORP /PR/  
Form 8-K  
May 29, 2012

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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 29, 2012

First BanCorp.

(Exact name of registrant as specified in its charter)

Puerto Rico

001-14793

66-0561882

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

1519 Ponce de Leon Ave., PO Box 9146, San  
Juan, Puerto Rico

00908-0146

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

787-729-8041

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 (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.**

At the Corporation's Annual Meeting of Stockholders held on May 29, 2012, the matters voted on and the voting results are as follows:

Proposal 1 Election of Directors

| Director Nominees:        | Votes For   | Votes Against | Votes Abstained | Broker Non-Votes |
|---------------------------|-------------|---------------|-----------------|------------------|
| Aurelio Alemán-Bermúdez   | 175,508,392 | 1,528,631     | 122,692         | 17,179,316       |
| Thomas M. Hagerty         | 173,737,057 | 3,296,385     | 126,273         | 17,179,316       |
| Michael P. Harmon         | 168,389,268 | 8,644,174     | 126,273         | 17,179,316       |
| Roberto R. Herencia       | 149,775,218 | 27,265,887    | 118,610         | 17,179,316       |
| José Menéndez-Cortada     | 175,689,094 | 1,424,242     | 46,379          | 17,179,316       |
| Fernando Rodríguez-Amaro  | 175,154,025 | 1,956,603     | 49,087          | 17,179,316       |
| José F. Rodríguez-Perelló | 175,710,603 | 1,407,275     | 41,837          | 17,179,316       |

Proposal 2 Non-binding Approval of Executive Compensation

|             |               |                 |                  |
|-------------|---------------|-----------------|------------------|
| Votes For   | Votes Against | Votes Abstained | Broker Non-Votes |
| 174,841,252 | 2,015,595     | 302,868         | 17,179,316       |

Proposal 3 Ratification of the Appointment of KPMG LLP as the Independent Registered Public Accounting Firm for Fiscal Year 2012

|             |               |                 |                  |
|-------------|---------------|-----------------|------------------|
| Votes For   | Votes Against | Votes Abstained | Broker Non-Votes |
| 191,208,552 | 3,100,420     | 30,059          | 0                |

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**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.

*May 29, 2012*

First BanCorp.

By: */s/ Orlando Berges*

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*Name: Orlando Berges  
Title: EVP and Chief Financial Officer*