

BOARD OF GOVERNORS OF THE FEDERAL RESERVE SYSTEM
WASHINGTON, D.C. 20551

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): September 13, 2011

John Marshall Bank
(Exact name of registrant as specified in its charter)

Virginia
(State or other jurisdiction
of incorporation)

N/A
(Commission file number)

74-3125891
(IRS Employer
Number)

1943 Isaac Newton Square, Suite 100, Reston, VA 20190
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: 703-584-0840

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (See General Instruction 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 240.13e-4(c))

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

(a) On September 13, 2011, the annual meeting of shareholders of John Marshall Bank (the “Bank”) was held for the purposes of:

- (i) electing ten (10) directors to serve until the 2012 annual meeting and until their successors are duly elected and qualified, and
- (ii) amending the 2006 Stock Option Plan increasing the number of shares of common stock reserved for issuance under the Plan by 150,000 shares to 705,000 shares.
- (iii) ratifying the appointment of Yount, Hyde & Barbour, P.C. as the Bank’s independent registered public accounting firm.

(b) (i) The name of each director elected at the meeting, and the votes cast for such persons, are set forth below.

<u>Name</u>	<u>For</u>	<u>Withheld</u>	<u>Broker Non-votes</u>
Philip W. Allin	2,865,392	24,000	0
Philip R. Chase	2,865,392	24,000	0
Jean Edelman	2,865,392	24,000	0
Michael T. Foster	2,865,392	24,000	0
Subhash K. Garg	2,865,392	24,000	0
Ronald J. Gordon	2,865,392	24,000	0
Jonathan C. Kinney	2,865,392	24,000	0
O. Leland Mahan	2,865,392	24,000	0
John R. Maxwell	2,855,749	33,643	0
Lim P. Nguonly	2,865,392	24,000	0

(ii) The number of votes cast for or against, and the number of abstentions and broker non-votes cast on the amendment to the 2006 Stock Option Plan is as set forth below:

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-votes</u>
2,332,290	245,195	311,907	0

(iii) The number of votes cast for or against, and the number of abstentions and broker non-votes cast on the ratification of the appointment of Yount, Hyde & Barbour, P.C. as the Bank’s independent registered public accounting firm is as set forth below:

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-votes</u>
2,840,735	9,500	39,157	0

(c) There have been no settlements between the Bank and any other person with respect to terminating any solicitation.

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.

John Marshall Bank

By: _____/s/_____
Carl E. Dodson, EVP & Chief Operating Officer

Dated: September 14, 2011