

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

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**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

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Date of Report (Date of earliest event reported): **May 10, 2011**

***CNB CORPORATION***

Incorporated under the  
laws of **South Carolina**

Commission File No. **000-24523**

I.R.S. Employer  
Identification No.  
**57-0792402**

**1400 Third Avenue, P.O. Box 320  
Conway, South Carolina 29528  
Telephone: 843-248-5271**

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))

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

The Company held its Annual Meeting of Shareholders on May 10, 2011. At that meeting, four matters were voted upon as follows:

1. Election of one director to serve a three year term:

<u>Name</u>	<u>FOR</u>	<u>WITHHOLD</u>	<u>BROKER NON-VOTES</u>
William O. Marsh	1,065,084	7,140	28,436

The following directors' terms of office continued after the Annual Meeting:

William R. Benson (2012), Edward T. Kelaher (2012), George F. Sasser (2012), Lynn Gatlin Stevens (2012), James W. Barnette, Jr.(2013), Harold G. Cushman, III (2013), and W. Jennings Duncan (2013).

2. Ratification of the appointment of Elliott Davis, LLC as the Company's auditors for the year ended December 31, 2011:

<u>FOR</u>	<u>AGAINST</u>	<u>ABSTENTIONS</u>	<u>BROKER NON-VOTES</u>
1,089,191	1,668	9,020	781

3. Non-binding advisory proposal to approve the Company's executive compensation program for the executive officers named in the proxy statement:

<u>FOR</u>	<u>AGAINST</u>	<u>ABSTENTIONS</u>	<u>BROKER NON-VOTES</u>
1,028,286	12,214	31,724	28,436

4. Non-binding advisory proposal on the frequency of votes on the Company's executive compensation:

<u>THREE YEARS</u>	<u>TWO YEARS</u>	<u>ONE YEAR</u>	<u>ABSTENTIONS</u>	<u>BROKER NON-VOTES</u>
896,840	29,833	74,673	70,878	28,436

## **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.

**CNB Corporation**  
(Registrant)

Date: May 13, 2011

By: /s/L. Ford Sanders, II  
L. Ford Sanders, II  
Executive Vice President, Chief Financial  
Officer and Treasurer