



**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(b) On February 14, 2014, Robert E. Perkinson, Jr., Director of First Community Bancshares, Inc. (the “Company”) and its wholly-owned subsidiary, First Community Bank, notified the Company that effective February 21, 2014, he would be retiring as a Director. Mr. Perkinson had been a member of the Company’s Board of Directors since 1994, and most recently served as chairman of the Audit Committee. The Company wishes to recognize Mr. Perkinson’s tenure and faithful service.

***Forward-Looking Statements***

*This Current Report on Form 8-K contains forward-looking statements. These forward-looking statements are based on current expectations that involve risks, uncertainties, and assumptions. Should one or more of these risks or uncertainties materialize or should underlying assumptions prove incorrect, actual results may differ materially. These risks include: changes in business or other market conditions; the timely development, production and acceptance of new products and services; the challenge of managing asset/liability levels; the management of credit risk and interest rate risk; the difficulty of keeping expense growth at modest levels while increasing revenues; and other risks detailed from time to time in the Company’s Securities and Exchange Commission reports, including but not limited to the Annual Report on Form 10-K for the most recent year ended. Pursuant to the Private Securities Litigation Reform Act of 1995, the Company does not undertake to update forward-looking statements to reflect circumstances or events that occur after the date the forward-looking statements are made.*

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.

FIRST COMMUNITY  
BANCSHARES, INC.

Date: February 20, 2014 By: /s/ David D. Brown  
David D. Brown  
Chief Financial Officer