

SIERRA BANCORP  
Form 8-K/A  
March 23, 2012

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 8-K/A  
(Amendment No. 1)

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 25, 2011

SIERRA BANCORP

(Exact name of registrant as specified in its charter)

California                      000-33063                      33-0937517  
(State or other jurisdiction of      (Commission File No.) (I.R.S. Employee Identification No.)  
incorporation or organization)

86 North Main Street, Porterville, CA 93257  
(Address of principal executive offices)  
(Zip code)

(559) 782-4900

(Registrant's telephone number including area code)

(Former name or former address, if changed since last report) Not applicable

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 (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))

Explanatory Note

This Form 8-K/A is being filed as an amendment to the Current Report on Form 8-K filed on May 25, 2011 (the “Original Form 8-K”) by Sierra Bancorp (the “Company”) solely for the purpose of disclosing the determination of the Company’s Board of Directors with respect to the frequency of shareholder advisory votes on executive compensation. This Form 8-K/A does not amend or modify the Original Form 8-K in any other respect.

Item 5.07 Submission of Matters to a Vote of Security Holders

(d) At the Annual Meeting of Shareholders of the Company held on May 25, 2011, the Company’s shareholders recommended, on an advisory basis, that the Company’s future advisory votes on executive compensation should be held once every year. Consistent with the shareholder recommendation, the Company’s Board of Directors determined that it will hold an advisory vote on executive compensation once every year.

**SIGNATURES**

Pursuant to the requirements of the Securities and Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SIERRA BANCORP

Dated: March 22, 2012 By: */s/ Kenneth R. Taylor*  
Kenneth R. Taylor  
Executive Vice President &  
Chief Financial Officer

