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METROCORP BANCSHARES, INC.

Reported by

LEE GEORGE M

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 08/02/12 for the Period Ending 08/01/12

Address	9600 BELLAIRE BOULEVARD SUITE 252 HOUSTON, TX 77036
Telephone	(713) 776-3876
CIK	0001068300
Symbol	MCBI
SIC Code	6022 - State Commercial Banks
Industry	Regional Banks
Sector	Financial
Fiscal Year	12/31

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FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
LEE GEORGE M	**MetroCorp Bancshares, Inc. [MCBI]**	__ **X** __ Director _____ 10% Owner
(Last) (First) (Middle) **9600 BELLAIRE BLVD., SUITE 252**	3. Date of Earliest Transaction (MM/DD/YYYY) **8/1/2012**	__ **X** __ Officer (give title below) _____ Other (specify below) **Chief Executive Officer**
(Street) **HOUSTON, TX 77036** (City) (State) (Zip)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line) _ **X** _ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	**8/1/2012**		**A**		**20000**	**A**	**$0**	**54300**	**D**	
Common Stock								**6421**	**I**	**By spouse**

Table II - Derivative Securities Beneficially Owned (*e.g.* , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Common Stock	**$10.26**	**8/1/2012**		**A**		**20000**		(1)	**8/1/2022**	**Common Stock**	**20000**	(2)	**20000**	**D**	

Explanation of Responses:

(1) The option vests 25% on each of the first, second, third and fourth anniversary of the grant date.

(2) There was no price associated with the stock option grant.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEE GEORGE M **9600 BELLAIRE BLVD., SUITE 252** **HOUSTON, TX 77036**	**X**		**Chief Executive Officer**	

Signatures

/s/ George M. Lee	**8/2/2012**
** Signature of Reporting Person	Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

***** If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

****** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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