

BANCORPSOUTH INC  
Form 8-K  
April 27, 2011

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

**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): April 27, 2011 (April 27, 2011)**

**BANCORPSOUTH, INC.**  
(Exact name of registrant as specified in its charter)

|                                                |                          |                                   |
|------------------------------------------------|--------------------------|-----------------------------------|
| <b>Mississippi</b>                             | <b>1-12991</b>           | <b>64-0659571</b>                 |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

|                                                                                  |              |
|----------------------------------------------------------------------------------|--------------|
| <b>One Mississippi Plaza<br/>201 South Spring Street<br/>Tupelo, Mississippi</b> | <b>38804</b> |
| (Address of principal executive offices)                                         | (Zip Code)   |

Registrant's telephone number, including area code **(662) 680-2000**

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))
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**Section 7 Regulation FD**

**Item 7.01. Regulation FD Disclosure.**

BancorpSouth, Inc. will conduct its annual meeting of shareholders at its corporate offices in Tupelo, Mississippi at 9:00 a.m. (Central Time) on April 27, 2011. A copy of the presentation to be used at the meeting is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference in its entirety.

**Section 9 Financial Statements and Exhibits**

**Item 9.01. Financial Statements and Exhibits.**

(a) Not applicable.

(b) Not applicable.

(c) Not applicable.

(d) Exhibits.

Exhibit 99.1 Presentation to be used at the BancorpSouth, Inc. Annual Meeting of Shareholders on April 27, 2011

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**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.

**BANCORPSOUTH, INC.**

By: /s/ William L. Prater  
William L. Prater  
Treasurer and Chief Financial Officer

Date: April 27, 2011

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**EXHIBIT INDEX**

| Exhibit Number | Description                                                                                        |
|----------------|----------------------------------------------------------------------------------------------------|
| 99.1           | Presentation to be used at the BancorpSouth, Inc. Annual Meeting of Shareholders on April 27, 2011 |