

BANCORPSOUTH INC  
Form 8-K  
March 16, 2010

**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): March 16, 2010 (March 15, 2010)**

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

**Mississippi**  
(State or other  
jurisdiction of incorporation)

**1-12991**  
(Commission File  
Number)

**64-0659571**  
(IRS Employer  
Identification No.)

**One Mississippi Plaza  
201 South Spring Street  
Tupelo, Mississippi**  
(Address of principal executive offices)

**38804**  
(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 2 Financial Information**

**Item 2.02. Results of Operations and Financial Condition.**

On March 15, 2010, BancorpSouth, Inc. (the Company ) issued a press release announcing the filing of its Annual Report on Form 10-K and the revision of its previously reported financial results for the periods ended December 31, 2009, a copy of which is furnished as Exhibit 99.1 to this Current Report on Form 8-K and incorporated herein by reference in its entirety.

**Section 7 Regulation FD**

**Item 7.01. Regulation FD Disclosure.**

The Company will conduct a conference call at 8:00 a.m. (Central Time) on March 16, 2010 to discuss the revision of its previously reported financial results for the periods ended December 31, 2009. A copy of the presentation to be used for the conference call is furnished as Exhibit 99.2 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.**

(d) Exhibits.

Exhibit 99.1 Press release issued on March 15, 2010 by BancorpSouth, Inc.

Exhibit 99.2 Presentation for conference call to be conducted by BancorpSouth, Inc. on March 16, 2010

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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: March 16, 2010

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**EXHIBIT INDEX**

| Exhibit Number | Description  |
|----------------|--|
| 99.1           | Press release issued on March 15, 2010 by BancorpSouth, Inc.                             |
| 99.2           | Presentation for conference call to be conducted by BancorpSouth, Inc. on March 16, 2010 |