

TRUSTMARK CORP
Form 4
February 16, 2012

FORM 4

**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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
HOST GERARD R

(Last) (First) (Middle)

P. O. BOX 291

(Street)

JACKSON, MS 39205

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TRUSTMARK CORP [TRMK]

3. Date of Earliest Transaction
(Month/Day/Year)
02/14/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President

6. Individual or Joint/Group Filing(Check Applicable Line)
 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. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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 ⁽¹⁾	02/14/2012		A		10,193	A	\$ 0
common stock	02/14/2012		F		3,478	D	\$ 23.89
common stock ⁽²⁾	02/14/2012		A		9,174	A	\$ 0
common stock							20,269
common stock							600
						I	By spouse
						I	By son

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- Reflects 100% vesting of performance based restricted stock awards granted on 3/31/09, 10/27/09, and 12/16/09 under the Trustmark Corporation 2005 Stock & Incentive Plan (the Plan). The performance period for the awards ended 12/31/11 & vesting of the awards was certified by Trustmark's Human Resources Committee (the Committee) on 2/14/12.
- (1) Corporation 2005 Stock & Incentive Plan (the Plan). The performance period for the awards ended 12/31/11 & vesting of the awards was certified by Trustmark's Human Resources Committee (the Committee) on 2/14/12.
 - (2) Reflects vesting of 90% of performance based restricted stock awards granted on 3/31/09, 10/27/09, and 12/16/09 under the Plan, as certified by the Committee on 2/14/12. Those shares are restricted until 12/16/14.

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