

BANCORPSOUTH INC  
Form 8-K/A  
June 27, 2013

**UNITED STATES**  
**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): June 27, 2013 (June 26, 2013)

**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**

**38804**

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**Tupelo, Mississippi**  
(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))

**EXPLANATORY NOTE**

This Amendment No. 1 on Form 8-K/A (this Amendment) amends and restates Exhibit 99.1 to the Current Report on Form 8-K of BancorpSouth, Inc. filed with the Securities and Exchange Commission on June 27, 2013 (the Original Filing). Except for such amendment and restatement, this Amendment does not update, modify or amend the Original Filing and all other information included in the Original Filing remains unchanged. All references in the Original Filing to the press release and Exhibit 99.1 shall hereinafter be deemed to refer to Exhibit 99.1 filed with this Amendment.

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

(d) *Exhibits.*

99.1 Press release dated June 26, 2013.

**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/ Cathy S. Freeman  
Cathy S. Freeman  
Executive Vice President and

Corporate Secretary

Date: June 27, 2013

**EXHIBIT INDEX**

| <b>Exhibit Number</b> | <b>Description</b>                 |
|-----------------------|------------------------------------|
| 99.1                  | Press release dated June 26, 2013. |