#### TRUSTMARK CORP

Form 4

February 21, 2014

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

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Form 5 obligations may continue. See Instruction

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(b).

(Last)

(City)

1.Title of

P.O. BOX 291

1. Name and Address of Reporting Person \* Ralston Douglas H

2. Issuer Name and Ticker or Trading Symbol

TRUSTMARK CORP [TRMK]

5. Relationship of Reporting Person(s) to Issuer

(First)

(Street)

(State)

2. Transaction Date 2A. Deemed

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year) 02/19/2014

3.

(Check all applicable)

**Executive Officer of** 

Director 10% Owner X\_ Officer (give title Other (specify below)

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

6. Individual or Joint/Group Filing(Check

5. Amount of

Applicable Line) \_X\_ Form filed by One Reporting Person

Form filed by More than One Reporting Person

JACKSON, MS 39205

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

4. Securities Acquired

Security	(Month/Day/Year)	Transactio	n(A) or Di	ispose	d of (D)	Securities	Ownership	
(Instr. 3)		any	Code	,		Beneficially	Form: Direct	
		(Month/Day/Year)	(Instr. 8)			Owned	(D) or	
							Following	Indirect (I)
					( )		Reported	(Instr. 4)
					(A)		Transaction(s)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)	
common stock (1)	02/19/2014		A	802	A	\$0	13,093	D
common stock	02/19/2014		F	302	D	\$ 22.94	12,791	D

Ι

2,330

indirectly by company

Shares owned

7. Nature of Indirect Beneficial Ownership (Instr. 4)

sponsored 401k plan

common stock

### Edgar Filing: TRUSTMARK CORP - Form 4

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

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SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Title	and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	ctionNumber	Expiration Da	ate	Amour	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	<ol><li>Derivative</li></ol>	e		Securit	ties	(Instr. 5)
	Derivative				Securities			(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date Exercisable	Expiration Date	mr. i	or	
									Number	
									of	
				Code	V (A) (D)				Shares	

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Ralston Douglas H P. O. BOX 291 JACKSON, MS 39205

**Executive Officer of** 

## **Signatures**

Douglas H. Ralston by: T. Harris Collier, III,

POA 02/21/2014

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* 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).

Reflects 77% vesting of performance based restricted stock award granted on 1/25/11 under the Trustmark Corporation 2005 Stock & (1) Incentive Plan (the Plan). The performance period for the award ended 12/31/13 & vesting of the award was certified by Trustmark's Human Resources Committee (the Committee) on 2/19/14.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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