

CLOUTIER TROY M
Form 4
November 07, 2012

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
CLOUTIER TROY M

2. Issuer Name **and** Ticker or Trading
Symbol
MIDSOUTH BANCORP INC
[MSL]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
102 VERSAILLES BLVD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/06/2012

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
SEVP, Chief Banking Officer

LAFAYETTE, LA 70501

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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	11/06/2012		L		6,500	A \$ 0 21,425.05 ⁽¹⁾	D
Common Stock	11/06/2012		L		0	A \$ 0 489.43	D
Common Stock	11/06/2012		L		0	A \$ 0 4,852.96	I ESOP
Common Stock	11/06/2012		L		300	A \$ 0 5,734.8 ⁽¹⁾	I CUST Under Transfer to Minors Act

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	
				Code	V	(A)	(D)	Title	Amount or Number of Shares	
Stock Options	\$ 12.97	11/06/2012		L	0	(2)	05/23/2022	Common Stock	0	\$ 0
Stock Options	\$ 19.68	11/06/2012		L	0	(2)	02/27/2014	Common Stock	0	\$ 0
Stock Options	\$ 20.88	11/06/2012		L	0	(2)	12/14/2015	Common Stock	0	\$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
CLOUTIER TROY M 102 VERSAILLES BLVD LAFAYETTE, LA 70501	SEVP, Chief Banking Officer

Signatures

Shaleen B Pellerin, Attorney
in Fact 11/07/2012

____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).

(1) Includes shares acquired in non-reportable dividend reinvestment transactions since the date of the last Form 4 filing.

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- (2) Up to 20% of the total during the second year; up to 40% during the third year; up to 60% during the fourth year; up to 80% during the fifth year and during the sixth and each subsequent year until ten years from date of grant up to 100% of the total number of shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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