

CLOUTIER TROY M  
Form 4  
August 03, 2011

**FORM 4**

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

OMB APPROVAL

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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

(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)  
08/02/2011

Director  10% Owner  
 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)  
 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 Ownership (Instr. 4)   |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-------------------------------------|
|                                 |                                      |  | Code                           | V   | Amount (A) or (D) Price   |  |                                     |
| Common Stock                    | 08/02/2011                           |  | L                              |   | 1,500 A \$ 0  | 14,543.73  | D                                   |
| Common Stock                    | 08/02/2011                           |  | L                              |   | 0 A \$ 0  | 489.43   | D                                   |
| Common Stock                    | 08/02/2011                           |  | L                              |   | 0 A \$ 0  | 4,852.96   | I ESOP                              |
| Common Stock                    | 08/02/2011                           |  | L                              |   | 0 A \$ 0  | 5,295.95   | 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
| Stock Options                              | \$ 19.68   | 08/02/2011                           |  | A                              | 0   | (1) 02/27/2014   | Common Stock  | 0 \$ 0                                     |
| Stock Options                              | \$ 20.88   | 08/02/2011                           |  | A                              | 0   | (1) 12/14/2015   | Common Stock  | 0 \$ 0                                     |

## Reporting Owners

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

## Signatures

Shaleen B. Pellerin, Attorney  
in Fact 08/03/2011

\_\_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).  
Up to 20% of total during the second year, up to 40% of total during third year, up to 60% of total during fourth year, up to 80% of total (1) during 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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