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BANCORPSOUTH INC
Form 13F-HR
May 15, 2009

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON D.C. 20549

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2009

Check here if Amendment []; Amendment Number: ____

This Amendment (Check only one): [] is a restatement

[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: BancorpSouth Inc.

Address: One Mississippi Plaza
201 South Spring Street
Tupelo MS 38804

Form 13F File Number: 28-10453

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it that all information contained herein is true correct and complete and that it is understood that all required items statements schedules lists and tables are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Cathy S. Freeman

Title: Executive Vice President and Corporate Secretary

Phone: (662) 680-2084

Signature Place and Date of Signing:

/s/ Cathy S. Freeman

Tupelo Mississippi

May 15, 2009

[Signature]

[City State]

[Date]

Report Type (Check only one.):

[X] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

[] 13F NOTICE. (Check here if no holdings reported are in this report and all holdings are reported by other reporting manager(s).)

[] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by

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other reporting manager(s).)

List of Other Managers Reporting for this Manager: None.

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FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 722

Form 13F Information Table Value Total: \$447,263
(thousands)

LIST OF OTHER INCLUDED MANAGERS:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed other than the manager filing this report.

| No. | Form 13F File Number | Name |
|-----|----------------------|-------------------|
| --- | ----- | ----- |
| 1 | 28-10939 | BancorpSouth Bank |

FORM 13F INFORMATION TABLE

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | QTY | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
|-------------------------------|----------------|-----------|-------------------|-------|------------|--------------|--------------------------|
| ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- |
| ALLIED WORLD | | G0219G203 | 1 | 25 | SH | | SOLE |
| ASPEN INSURANCE HOLDINGS | | G05384105 | 15 | 646 | SH | | SOLE |
| COVIDIEN LTD | COM | G2552X108 | 1 | 43 | SH | | SOLE |
| FRONTLINE LDT F | | G3682E127 | 9 | 500 | SH | | SOLE |
| HERBALIFE LTD | COMUSD SHS | G4412G101 | 20 | 1354 | SH | | SOLE |
| INGSOLL-RAND CO | CL A BERMUDA | G4776G101 | 18 | 1310 | SH | | SOLE |
| INVESCO LTD | SHS | G491BT108 | 173 | 12478 | SH | | SOLE |
| IPC HLDGS LTD | ORD | G4933P101 | 19 | 706 | SH | | SOLE |
| KNIGHTS BRIDGE TANKERS | | G5299G106 | 7 | 500 | SH | | SOLE |
| MARVELL TECHNOLOGY GROUP | | G5876H105 | 126 | 13721 | SH | | SOLE |
| SEAGATE TECHNOLOGY | SHS | G7945J104 | 1 | 149 | SH | | SOLE |
| SHIP FINANCE | | | | | | | |
| INTERNATIONAL LTD | | G81075106 | 3 | 503 | SH | | SOLE |
| TYCO ELECTRONICS LTD | COM NEW | G9144P105 | 1 | 90 | SH | | SOLE |
| WILLIS GROUP | | | | | | | |
| HOLDINGS, LTD | | G96655108 | 72 | 3284 | SH | | SOLE |
| ACE LTD | SHS | H0023R105 | 183 | 4539 | SH | | SOLE |
| WEATHERFORD INTERNATIONAL LTD | NEW | H27013103 | 107 | 9710 | SH | | SOLE |
| FOSTER WHEELER AG | COM | H27178104 | 9 | 497 | SH | | SOLE |

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| | | | | | |
|-------------------------|-----|-----------|-----|----------|------|
| TRANSOCEAN LTD | | H8817H100 | 133 | 2264 SH | SOLE |
| MILlicom INTL CELLULAR | NEW | L6388F110 | 105 | 2823 SH | SOLE |
| DIANA SHIPPING INC | | Y2066G104 | 6 | 500 SH | SOLE |
| EAGLE BULK SHIPPING INC | COM | Y2187A101 | 0 | 40 SH | SOLE |
| FLEXTRONICS INT'L | | Y2573F102 | 70 | 24213 SH | SOLE |
| TEEKAY LNG PARTNERS L P | | Y8564M105 | 8 | 500 SH | SOLE |
| VERIGY, LTD | | Y93691106 | 0 | 50 SH | SOLE |
| ABB LTD | | 000375204 | 2 | 163 SH | SOLE |
| ACCO BRANDS CORP | | 00081T108 | 0 | 34 SH | SOLE |
| A F L A C INC | | 001055102 | 35 | 1825 SH | SOLE |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | QTY | SH/ PRN | PUT/ CALL | INVESTMENT DESCRIPTION |
|--|----------------|-----------|-------------------|-------|------------|--------------|---------------------------|
| AES CORPORATION | | 00130H105 | 0 | 69 | SH | | SOLE |
| AT&T INC | COM | 00206R102 | 751 | 29793 | SH | | SOLE |
| AT&T INC | COM | 00206R102 | 151 | 5980 | SH | | DEFINED |
| AU OPTRONICS CORP | SPONSORED ADR | 002255107 | 38 | 4541 | SH | | SOLE |
| AARON RENTS INC | COM | 002535201 | 14 | 517 | SH | | SOLE |
| ABBOTT LAB | | 002824100 | 463 | 9715 | SH | | SOLE |
| ABBOTT LAB | | 002824100 | 191 | 4000 | SH | | DEFINED |
| ABERCROMBIE & FITCH CO | CL A | 002896207 | 14 | 608 | SH | | SOLE |
| ACTEL CORP | COM | 004934105 | 15 | 1437 | SH | | SOLE |
| ACTUANT CORP | CLASS A | 00508X203 | 27 | 2607 | SH | | SOLE |
| ACXIOM CORP | COM | 005125109 | 8 | 1052 | SH | | SOLE |
| ADOBE SYSTEMS INCORPORATED | DELAWARE | 00724F101 | 161 | 7534 | SH | | SOLE |
| ADVANCED AUTO PARTS INC | | 00751Y106 | 4 | 86 | SH | | SOLE |
| ADVISORY BRD CO | | 00762W107 | 20 | 1197 | SH | | SOLE |
| ADVANCED MICRO DEVICES INC | | 007903107 | 5 | 1540 | SH | | SOLE |
| AETNA INC | COM | 00817Y108 | 104 | 4287 | SH | | SOLE |
| AGILENT TECHNOLOGIES, INC. | | 00846U101 | 1 | 76 | SH | | SOLE |
| AGNICO EAGLE MINES | | 008474108 | 28 | 500 | SH | | SOLE |
| AIR PRODS & CHEMS INC | COM | 009158106 | 7 | 125 | SH | | SOLE |
| AIRGAS INC | COM | 009363102 | 21 | 636 | SH | | SOLE |
| AIXTRON AKTIENGESELLSCHAFT | ADR | 009606104 | 3 | 510 | SH | | SOLE |
| ALCOA INC | | 013817101 | 23 | 3095 | SH | | SOLE |
| ALCATEL LUCENT | SPONSORED ADR | 013904305 | 6 | 3332 | SH | | SOLE |
| ALKERMES INC | COM | 01642T108 | 1 | 60 | SH | | SOLE |
| ALLEGHENY ENERGY INC | | 017361106 | 54 | 2353 | SH | | SOLE |
| ALLERGAN INC | | 018490102 | 214 | 4488 | SH | | SOLE |
| ALLIANCEBERNSTEIN MUN INCOME FD | | 01864U106 | 111 | 9800 | | | SOLE |
| ALLIANCEBERNSTEIN GLOBAL HIGH INCOME FUND INC | | 01879R106 | 21 | 2500 | SH | | SOLE |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | QTY | SH/ PRN | PUT/ CALL | INVESTMENT DESCRETION |
|--------------------------------------|----------------|-----------|-------------------|-------|------------|--------------|--------------------------|
| ALLIANT TECHSYSTEMS, INC | | 018804104 | 18 | 263 | SH | | SOLE |
| ALLIANCEBERNSTEIN INCOME FD | | 01881E101 | 13 | 1850 | SH | | SOLE |
| ALLIANCEBERSTEIN HLDG LP | | 01881G106 | 2 | 166 | SH | | SOLE |
| ALLIED CAP CO FUND | | 01903Q108 | 2 | 1000 | SH | | SOLE |
| ALLSCRIPTS HEALTHCARE SOLUTI | COM | 01988P108 | 35 | 3409 | SH | | SOLE |
| ALLSTATE CORP | COMMON | 020002101 | 109 | 5700 | SH | | SOLE |
| ALLSTATE CORP | COMMON | 020002101 | 6 | 310 | SH | | DEFINED |
| ALTRIA GROUP INC | | 02209S103 | 192 | 11963 | SH | | SOLE |
| AMAZON COMINC | COM | 023135106 | 8 | 115 | SH | | SOLE |
| AMEREN CORP | | 023608102 | 10 | 434 | SH | | SOLE |
| AMERICA MOVIL SAB DE CV | SPON ADR L SHS | 02364W105 | 18 | 660 | SH | | SOLE |
| AMERICAN ELECTRIC POWER | | 025537101 | 225 | 8899 | SH | | SOLE |
| AMER EXPRESS CO | | 025816109 | 60 | 4431 | SH | | SOLE |
| AMERICAN INTERNATIONAL GROUP, INC | | 026874107 | 21 | 21100 | SH | | SOLE |
| AMERICAN TOWER CORP | CL A | 029912201 | 135 | 4422 | SH | | SOLE |
| AMERISOURCEBERGEN CORP | | 03073E105 | 109 | 3342 | SH | | SOLE |
| AMERIPRISE FINL INC | | 03076C106 | 88 | 4292 | SH | | SOLE |
| AMERIGAS PARTNERS L P | | 030975106 | 7 | 250 | SH | | SOLE |
| AMGEN INC | | 031162100 | 6 | 115 | SH | | SOLE |
| AMPHENOL CORP | NEW CL A | 032095101 | 100 | 3506 | SH | | SOLE |
| ANADARKO PETE CORP | | 032511107 | 156 | 4011 | SH | | SOLE |
| ANADARKO PETE CORP | | 32511107 | 66 | 1696 | SH | | DEFINED |
| ANNALY CAPITAL MGMT INC | | 035710409 | 3 | 240 | SH | | SOLE |
| ANSYS INC | COM | 03662Q105 | 50 | 1982 | SH | | SOLE |
| APACHE CORP | | 037411105 | 77 | 1200 | SH | | SOLE |
| APPLE INC | COM | 037833100 | 249 | 2366 | SH | | SOLE |
| APPLIED MATERIALS INC | | 038222105 | 50 | 4660 | SH | | SOLE |
| AQUA AMERICAN INC | | 03836W103 | 27 | 1337 | SH | | SOLE |
| ARCH COAL, INC | | 039380100 | 30 | 2237 | SH | | SOLE |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | QTY | SH/ PRN | PUT/ CALL | INVESTMENT DESCRETION |
|--------------------------------|----------------|-----------|-------------------|------|------------|--------------|--------------------------|
| ARCHER-DANIELS-MIDLAND COMPANY | | 039483102 | 74 | 2660 | SH | | SOLE |
| ARENA RESOURCES INC | COM | 040049108 | 14 | 551 | SH | | SOLE |
| ARM HLDGS PLC | | 042068106 | 2 | 450 | SH | | SOLE |
| ASSURANT INC | COM | 04621X108 | 67 | 3082 | SH | | SOLE |
| ASTRAZENECA PLC | SPONSORED ADR | 046353108 | 50 | 1401 | SH | | SOLE |
| ATMOS ENERGY CORP | | 049560105 | 61 | 2635 | SH | | SOLE |
| AUBURN NATL BANCORP | | 050473107 | 21 | 1000 | SH | | SOLE |
| AUTODESK INC | | 052769106 | 1 | 65 | SH | | SOLE |
| AUTO DATA PROCESS | | 053015103 | 84 | 2400 | SH | | SOLE |
| AUTOZONE | | 053332102 | 24 | 150 | SH | | DEFINED |

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|---------------------------|---------------|-----------|-------|------------|---------|
| AVALONBAY CMNTY INC | | 053484101 | 17 | 361 SH | SOLE |
| AVON PRODUCTS INC | COM | 054303102 | 2 | 92 SH | SOLE |
| AXA-UAP | ADR | 054536107 | 1 | 118 SH | SOLE |
| BP AMOCO PLC | SPONSORED ADR | 055622104 | 634 | 15816 SH | SOLE |
| BP AMOCO PLC | SPONSORED ADR | 055622104 | 124 | 3100 SH | DEFINED |
| BAKER HUGHES INC | COM | 057224107 | 68 | 2368 SH | SOLE |
| BALCHEM CORP | COM | 057665200 | 37 | 1468 SH | SOLE |
| BALDOR ELEC CO | COM | 057741100 | 2290 | 158057 SH | SOLE |
| BANCO BILBAO VIZCAYA | SP ADR | 05946K101 | 1 | 156 SH | SOLE |
| BANCO SANTANDER S.A. | ADR | 05964H105 | 92 | 13365 SH | SOLE |
| BANCORPSOUTH INC | | 059692103 | 21579 | 1035459 SH | SOLE |
| BANCORPSOUTH INC | | 059692103 | 247 | 11840 SH | DEFINED |
| BANK OF AMERICA CORP | NEW COM | 060505104 | 33 | 4804 SH | SOLE |
| BANK OF THE OZARKS, INC | | 063904106 | 1850 | 80200 SH | SOLE |
| BANK NEW YORK MELLON CORP | COM | 064058100 | 184 | 6503 SH | SOLE |
| BARRICK GOLD CORP | | 067901108 | 16 | 499 SH | SOLE |
| BAXTER INTL INC | | 071813109 | 94 | 1829 SH | SOLE |
| BECTON DICKINSON | | 075887109 | 294 | 4372 SH | SOLE |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | QTY | SH/ PRN | PUT/ CALL | INVESTMENT DESCRIPTION |
|--------------------------------------|----------------|-----------|-------------------|---------|------------|--------------|---------------------------|
| BED BATH & BEYOND | | 075896100 | 2 | 80 SH | | | SOLE |
| BELDEN INC | COM | 077454106 | 64 | 5103 SH | | | SOLE |
| BERKSHIRE HATHAWAY "A" | | 084670108 | 87 | 1 SH | | | SOLE |
| BERKSHIRE HATHAWAY INC | DEL CL B | 084670207 | 6 | 2 SH | | | SOLE |
| BERRY PETE CO | CL A | 085789105 | 19 | 1702 SH | | | SOLE |
| BEST BUY INC | COMMON STOCK | 086516101 | 219 | 5763 SH | | | SOLE |
| BHP BILLITON LIMITED | ADR SPONSORED | 088606108 | 122 | 2742 SH | | | SOLE |
| BIOGEN IDEC INC | | 09062X103 | 13 | 245 SH | | | SOLE |
| BLACK BOX CORP | DEL COM | 091826107 | 14 | 601 SH | | | SOLE |
| BLACKROCK INC | | 09247X101 | 38 | 290 SH | | | SOLE |
| BLACKROCK MUNIVEST FD INC | | 09253R105 | 38 | 5000 | | | SOLE |
| BLACKROCK MUNIYIELD INSURED FD | | 09254E103 | 34 | 3150 | | | SOLE |
| BLACKROCK SR HIGH INCOME FD | | 09255T109 | 3 | 1275 SH | | | SOLE |
| BOEING INC | | 097023105 | 201 | 5642 SH | | | SOLE |
| BRISTOL MYERS SQUIBB CO | | 110122108 | 163 | 7444 SH | | | SOLE |
| BRITISH SKY BROADCASTING GP PLC | SPON ADR | 111013108 | 2 | 61 SH | | | SOLE |
| BROADCOM CORP | | 111320107 | 144 | 7230 SH | | | SOLE |
| BROADRIDGE FINL SOLUTIONS INC | COM | 11133T103 | 3 | 175 SH | | | SOLE |
| BUCYRUS INTL INC | NEW | 118759109 | 9 | 625 SH | | | SOLE |
| BUFFALO WILD WINGS INC | COM | 119848109 | 53 | 1451 SH | | | SOLE |
| BURLINGTON NORTHERN/SANTA FE CORP | | 12189T104 | 3 | 50 SH | | | SOLE |
| CBS CORP | NEW CL B | 124857202 | 0 | 45 SH | | | SOLE |
| C H ROBINSON WORLDWIDE INC | | 12541W209 | 1 | 31 SH | | | SOLE |
| CME GROUP INC | COM | 12572Q105 | 76 | 309 SH | | | SOLE |
| CNOOC LTD | SPONSORED ADR | 126132109 | 3 | 30 SH | | | SOLE |
| CSX CORP | COM | 126408103 | 6 | 250 SH | | | SOLE |
| CVS CAREMARK CORPORATION | COM | 126650100 | 137 | 4982 SH | | | SOLE |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | QTY | SH/ PRN | PUT/ CALL | INVESTMENT DESCRETION |
|-------------------------------|----------------------|-----------|-------------------|-------|------------|--------------|--------------------------|
| CA INC | COM | 12673P105 | 38 | 2132 | SH | | SOLE |
| CABLEVISION SYS CORP | | 12686C109 | 2 | 170 | SH | | SOLE |
| CACI INTL INC | CL A | 127190304 | 19 | 521 | SH | | SOLE |
| CADBURY PLC | ADR | 12721E102 | 21 | 704 | SH | | SOLE |
| CADENCE FINANCIAL CORP | | 12738A101 | 13 | 2833 | SH | | SOLE |
| CAMPBELL SOUP CO | COM | 134429109 | 6 | 215 | SH | | SOLE |
| CANADIAN PAC RAILWAY | | 13645T100 | 78 | 2632 | SH | | SOLE |
| CANON INC | ADR REPSTG 5 SHRS | 138006309 | 118 | 4056 | SH | | SOLE |
| CAPITAL ONE FINL CORP | COM | 14040H105 | 37 | 2996 | SH | | SOLE |
| CAPSTEAD MTG CORP | | 14067E308 | 13 | 1000 | SH | | SOLE |
| CARNIVAL CORP | | 143658300 | 4 | 202 | SH | | SOLE |
| CATALYST HEALTH SOLUTIONS INC | COM | 14888B103 | 55 | 2793 | SH | | SOLE |
| CATERPILLAR INC | | 149123101 | 75 | 2700 | SH | | SOLE |
| CELGENE CORP | | 151020104 | 192 | 4314 | SH | | SOLE |
| CEMEX SAB DE CV | ADR | 151290889 | 15 | 2425 | SH | | SOLE |
| CENTERPOINT ENERGY INC | | 15189T107 | 28 | 2684 | SH | | SOLE |
| CENTURYTEL, INC | | 156700106 | 28 | 1000 | SH | | SOLE |
| CEPHALON INC | | 156708109 | 102 | 1504 | SH | | SOLE |
| CERNER CORP | COM | 156782104 | 92 | 2088 | SH | | SOLE |
| CHENIERE ENERGY INC | | 16411R208 | 3 | 668 | SH | | SOLE |
| CHESAPEAKE ENERGY CORP | | 165167107 | 82 | 4784 | SH | | SOLE |
| CHEVRON CORPORATION | | 166764100 | 687 | 10212 | SH | | SOLE |
| CHEVRON CORPORATION | | 166764100 | 148 | 2200 | SH | | DEFINED |
| CHINA PETE & CHEM CORP | SPON ADR H SHS | 16941R108 | 2 | 25 | SH | | SOLE |
| CHUBB CORPORATION | | 171232101 | 3 | 78 | SH | | SOLE |
| CIENA CORP | COM NEW | 171779309 | 59 | 7539 | SH | | SOLE |
| CISCO SYS INC | | 17275R102 | 489 | 29167 | SH | | SOLE |
| CITIGROUP, INC | | 172967101 | 6 | 2321 | SH | | SOLE |
| CITIGROUP, INC | | 172967101 | 17 | 6632 | SH | | DEFINED |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | QTY | SH/ PRN | PUT/ CALL | INVESTMENT DESCRETION |
|--------------------------|----------------|-----------|-------------------|--------|------------|--------------|--------------------------|
| CITIZENS HOLDING COMPANY | | 174715102 | 3816 | 158987 | SH | | SOLE |
| CITRIX SYSTEMS INC | | 177376100 | 59 | 2613 | SH | | SOLE |

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|----------------------------|--------------|-----------|-----|----------|---------|
| CLIFFS NAT RES INC | COM | 18683K101 | 10 | 567 SH | SOLE |
| COACH INC | | 189754104 | 96 | 5767 SH | SOLE |
| COCA COLA CO | | 191216100 | 544 | 12386 SH | SOLE |
| COCA COLA CO | | 191216100 | 215 | 4900 SH | DEFINED |
| COCA COLA ENTERPRISES INC | COM | 191219104 | 30 | 2300 SH | SOLE |
| COLGATE-PALMOLIVE CO | | 194162103 | 173 | 2931 SH | SOLE |
| COLONIAL PPTYS TR | COM SH BEN | | | | |
| | INT | 195872106 | 4 | 1000 SH | SOLE |
| COMCAST CORP | NEW CL A COM | 20030N101 | 13 | 919 SH | SOLE |
| COMCAST CORP | NEW CL A COM | 20030N101 | 8 | 601 SH | DEFINED |
| COMCAST CORP | NEW SPL CL A | 20030N200 | 4 | 342 SH | SOLE |
| COMERICA INC | | 200340107 | 0 | 15 SH | SOLE |
| COMMVAULT SYSTEMS INC | COM | 204166102 | 21 | 1913 SH | SOLE |
| COMPANHIA VALE DO RIO DOCE | | 204412209 | 2 | 165 SH | SOLE |
| COMTECH TELECOMMUNICATIONS | COM NEW | 205826209 | 23 | 948 SH | SOLE |
| CONCHO RES INC | COM | 20605P101 | 17 | 657 SH | SOLE |
| CONCURRENT COMPUTER CORP | NEW | 206710402 | 3 | 695 SH | SOLE |
| CONOCO PHILLIPS | | 20825C104 | 243 | 6205 SH | SOLE |
| CONTINENTAL RESOURCES INC | COM | 212015101 | 82 | 3849 SH | SOLE |
| COOPER COS INC | COM NEW | 216648402 | 29 | 1079 SH | SOLE |
| COOPER TIRE & RUBBER CO | | 216831107 | 24 | 6028 SH | SOLE |
| COOPER TIRE & RUBBER CO | | 216831107 | 0 | 100 SH | DEFINED |
| CREDIT SUISSE GROUP | ADR | 225401108 | 95 | 3127 SH | SOLE |
| CREE RESEARCH INC | | 225447101 | 1 | 40 SH | SOLE |
| CROWN CASTLE INTL CORP | COM | 228227104 | 183 | 8986 SH | SOLE |
| CULLEN FROST BANKERS INC | | 229899109 | 96 | 2052 SH | SOLE |
| CYBERSOURCE CORP | COM | 23251J106 | 53 | 3610 SH | SOLE |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | QTY | SH/ PRN | PUT/ CALL | INVESTMENT DESCRETION |
|----------------------------|----------------|-----------|-------------------|--------|------------|--------------|--------------------------|
| CYMER INC | COM | 232572107 | 36 | 1606 | SH | | SOLE |
| DG FASTCHANNEL INC | COM | 23326R109 | 33 | 1737 | SH | | SOLE |
| DTE ENERGY CO | | 233331107 | 3 | 100 | SH | | SOLE |
| DWS MUNICIPAL INCOME TRUST | | 23338M106 | 96 | 10425 | | | SOLE |
| DANAHER CORP | DEL COM | 235851102 | 225 | 4156 | SH | | SOLE |
| DANVERS BANCORP INC | COM | 236442109 | 3 | 237 | SH | | SOLE |
| DAVITA INC | | 23918K108 | 119 | 2718 | SH | | SOLE |
| DEERE & CO | | 244199105 | 103 | 3134 | SH | | SOLE |
| DELL INC | | 24702R101 | 23 | 2478 | SH | | SOLE |
| DELTA AIR LINES INC | DEL COM NEW | 247361702 | 52 | 9312 | SH | | SOLE |
| DELTIC TIMBER INC | | 247850100 | 249 | 6324 | SH | | SOLE |
| DELTIC TIMBER INC | | 247850100 | 16380 | 415743 | SH | | DEFINED |
| DEVON ENERGY CORP | NEW COM | 25179M103 | 7 | 163 | SH | | SOLE |
| DIGITAL RIV INC | COM | 25388B104 | 42 | 1423 | SH | | SOLE |
| DIODES INC | COM | 254543101 | 26 | 2419 | SH | | SOLE |
| DIRECTTV GROUP INC | | 25459L106 | 138 | 6052 | SH | | SOLE |
| WALT DISNEY CO | | 254687106 | 85 | 4695 | SH | | SOLE |
| DISCOVERY | COM INC CL A | 25470F104 | 0 | 24 | SH | | SOLE |
| DISCOVERY | COM CL C | 25470F302 | 0 | 24 | SH | | SOLE |
| DISCOVER FINL SVCS | COM | 254709108 | 9 | 1484 | SH | | SOLE |

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|----------------------------------|-----|-----------|-----|---------|---------|
| DISCOVER FINL SVCS | COM | 254709108 | 1 | 130 SH | DEFINED |
| DOLBY LAB INC | | 25659T107 | 1 | 34 SH | SOLE |
| DOMINION RES INC VA | NEW | 25746U109 | 6 | 200 SH | SOLE |
| DOVER CORP | COM | 260003108 | 1 | 20 SH | SOLE |
| DOW CHEMICAL CO | | 260543103 | 13 | 1515 SH | SOLE |
| DR PEPPER SNAPPLE GROUP INC | COM | 26138E109 | 9 | 528 SH | SOLE |
| DREYFUS STRATEGIC MUNICIPALS INC | | 261932107 | 106 | 16000 | SOLE |
| DU PONT EI D NEMOURS & CO | | 263534109 | 191 | 8536 SH | SOLE |
| DUKE ENERGY CORP | COM | 26441C105 | 24 | 1707 SH | SOLE |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | QTY | SH/ PRN | PUT/ CALL | INVESTMENT DESCRETION |
|---|----------------|-----------|-------------------|-------|------------|--------------|--------------------------|
| EMC CORP | | 268648102 | 13 | 1164 | SH | | SOLE |
| EMC CORP | | 268648102 | 1 | 100 | SH | | DEFINED |
| ENI S P A | SPONSORED ADR | 26874R108 | 87 | 2266 | SH | | SOLE |
| EOG RES INC | | 26875P101 | 1 | 14 | SH | | SOLE |
| EQT CORP | COM | 26884L109 | 28 | 880 | SH | | SOLE |
| EAST WEST BANCORP INC | | 27579R104 | 0 | 15 | SH | | SOLE |
| EASTGROUP PROPERTIES INC | | 277276101 | 2 | 60 | SH | | SOLE |
| EASTMAN CHEMICAL CO | | 277432100 | 0 | 12 | SH | | SOLE |
| EATON CORP | COM | 278058102 | 89 | 2425 | SH | | SOLE |
| EATON VANCE INSURED MUNICIPAL BOND FUND II | | 27827K109 | 9 | 768 | | | SOLE |
| EATON VANCE INSURED MUNI BOND FD | | 27827X101 | 7 | 675 | | | SOLE |
| EATON VANCE TAX MANAGED GLOB | | 27829C105 | 9 | 1000 | SH | | SOLE |
| EATON VANCE TAX MANAGED GLOBAL | | 27829F108 | 5 | 563 | SH | | SOLE |
| EBAY INC | | 278642103 | 3 | 220 | SH | | SOLE |
| ECOLAB INC | COMMON | 278865100 | 194 | 5596 | SH | | SOLE |
| EDISON INTL | COM | 281020107 | 82 | 2840 | SH | | SOLE |
| EDWARDS LIFESCIENCES CORP | | 28176E108 | 15 | 240 | SH | | SOLE |
| EL PASO CORPORATION | | 28336L109 | 1 | 166 | SH | | SOLE |
| ELECTRONIC ARTS INC | | 285512109 | 79 | 4323 | SH | | SOLE |
| EMBARQ CORP | COM | 29078E105 | 95 | 2500 | SH | | SOLE |
| EMBRAER-EMPRESA BRASILEIRA DSP | ADR COM SHS | 29081M102 | 17 | 1300 | SH | | SOLE |
| EMERSON ELECTRIC CO | | 291011104 | 73 | 2552 | SH | | SOLE |
| ENCANA CORP-CAD | | 292505104 | 54 | 1332 | SH | | SOLE |
| ENCORE ACQUISITION CO | COM | 29255W100 | 0 | 13 | SH | | SOLE |
| ENCORE WIRE CORP | COM | 292562105 | 541 | 25261 | SH | | SOLE |
| ENERGEN CORP | | 29265N108 | 29 | 1006 | SH | | SOLE |
| ENERGIZER HLDGS INC | COM | 29266R108 | 74 | 1488 | SH | | SOLE |
| ENERPLUS RESOURCE FD | | 29274D604 | 24 | 1475 | SH | | SOLE |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | QTY | SH/ PRN | PUT/ CALL | INVESTMENT DESCRIPTION |
|---------------------------------------|----------------|-----------|-------------------|-------|------------|--------------|---------------------------|
| ENTEGRIS INC | | 29362U104 | 0 | 8 | SH | | SOLE |
| ENTERGY CORP | | 29364G103 | 361 | 5309 | SH | | SOLE |
| ENTERGY CORP | | 29364G103 | 50 | 734 | SH | | DEFINED |
| EQUINIX INC | COM NEW | 29444U502 | 52 | 930 | SH | | SOLE |
| EQUITY RESIDENTIAL PPTYS SBI | | 29476L107 | 1 | 34 | SH | | SOLE |
| ERICSSON (LM) TELE CO | ADR (NEW) | 294821608 | 96 | 11870 | SH | | SOLE |
| EXELON CORP | | 30161N101 | 32 | 699 | SH | | SOLE |
| EXPEDIA INC | DEL | 30212P105 | 2 | 220 | SH | | SOLE |
| EXPRESS SCRIPTS INC | | 302182100 | 362 | 7838 | SH | | SOLE |
| EXTERRAN PARTNERS, L.P. | | 30225N105 | 2 | 200 | SH | | SOLE |
| EXXON MOBIL CORP | | 30231G102 | 4489 | 65921 | SH | | SOLE |
| EXXON MOBIL CORP | | 30231G102 | 1260 | 18495 | SH | | DEFINED |
| FEI CO | | 30241L109 | 1 | 80 | SH | | SOLE |
| FPL GROUP INC | | 302571104 | 61 | 1200 | SH | | SOLE |
| FACTSET RESH SYS INC | COM | 303075105 | 26 | 511 | SH | | SOLE |
| FAIRPOINT COMMUNICATIONS INC | COM | 305560104 | 0 | 156 | SH | | SOLE |
| FAIRPOINT COMMUNICATIONS INC | COM | 305560104 | 0 | 39 | SH | | DEFINED |
| FEDERATED INVS INC PA | CL B | 314211103 | 1 | 29 | SH | | SOLE |
| FEDEX CORPORATION | | 31428X106 | 0 | 9 | SH | | SOLE |
| FERRELLGAS PARTNERS L P | | 315293100 | 9 | 700 | SH | | SOLE |
| F5 NETWORKS INC | COM | 315616102 | 40 | 1915 | SH | | SOLE |
| FIDELITY NATIONAL INFORMATION SVCS | COM | 31620M106 | 0 | 23 | SH | | SOLE |
| FIDELITY NATIONAL FINANCIAL INC | | 31620R105 | 3 | 175 | SH | | SOLE |
| FIRST CASH FINANCIAL SVC INC | | 31942D107 | 20 | 1347 | SH | | SOLE |
| FIRST HORIZON NATIONAL | | 320517105 | 10 | 964 | SH | | SOLE |
| FIRST M & F CORP | | 320744105 | 27 | 4492 | SH | | SOLE |
| FIRST SOLAR INC | COM | 336433107 | 3 | 20 | SH | | SOLE |
| FISERV INC | | 337738108 | 84 | 2304 | SH | | SOLE |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | QTY | SH/ PRN | PUT/ CALL | INVESTMENT DESCRIPTION |
|--|----------------|-----------|-------------------|------|------------|--------------|---------------------------|
| FIRST ENERGY CORP | COMMON | 337932107 | 178 | 4613 | SH | | SOLE |
| FLAHERTY & CRUMRINE/CLAYMORE PFD SEC INC FD | | 338478100 | 0 | 6 | SH | | SOLE |
| FLUOR CORP | | 343412102 | 2 | 55 | SH | | SOLE |
| FOCUS MEDIA HLDG LTD | | 34415V109 | 1 | 128 | SH | | SOLE |
| FORD MOTOR COMPANY | COMMON | 345370860 | 4 | 1471 | SH | | SOLE |
| FOREST LABS | | 345838106 | 71 | 3222 | SH | | SOLE |
| FORTUNE BRANDS INC | | 349631101 | 4 | 156 | SH | | SOLE |
| FORWARD AIR CORP | COM | 349853101 | 12 | 715 | SH | | SOLE |
| FRANKLIN RES INC | COM | 354613101 | 3 | 56 | SH | | SOLE |
| FREDS INC | CL A | 356108100 | 26 | 2276 | SH | | SOLE |
| FREEMPORT MCMORAN COPPER & GOLD | COM | 35671D857 | 4 | 94 | SH | | SOLE |

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|-------------------------|-------------|-----------|-----|----------|------|
| FRONTIER OIL CORP | | 35914P105 | 3 | 200 SH | SOLE |
| FUJIFILM HLDGS CORP | ADR 2 ORD | 35958N107 | 111 | 5058 SH | SOLE |
| GALLAGHER ARTHUR J & CO | | 363576109 | 14 | 837 SH | SOLE |
| GAMESTOP CORP | | 36467W109 | 97 | 3472 SH | SOLE |
| GAP INC | DEL COM | 364760108 | 2 | 167 SH | SOLE |
| GAYLORD ENTMT CO | NEW COM | 367905106 | 0 | 27 SH | SOLE |
| GENENTECH INC | | 368710406 | 39 | 411 SH | SOLE |
| GENERAL CABLE CORP | DEL NEW COM | 369300108 | 54 | 2720 SH | SOLE |
| GENERAL ELECTRIC CO | | 369604103 | 378 | 37417 SH | SOLE |
| GENERAL MLS INC | COM | 370334104 | 5 | 108 SH | SOLE |
| GEN MTR CORP | | 370442105 | 0 | 150 SH | SOLE |
| GENTEX CORP | COM | 371901109 | 32 | 3191 SH | SOLE |
| GENZYME CORP | | 372917104 | 59 | 986 SH | SOLE |
| GILEAD SCIENCES INC | | 375558103 | 264 | 5691 SH | SOLE |
| GLAXOSMITHKLINE PLC | ADR | 37733W105 | 202 | 6494 SH | SOLE |
| GLOBAL PAYMENTS INC | | 37940X102 | 58 | 1747 SH | SOLE |
| GOLDMAN SACHS GROUP | | 38141G104 | 5 | 50 SH | SOLE |
| B F GOODRICH | | 382388106 | 58 | 1520 SH | SOLE |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | SH/ QTY | PUT/ CALL | INVESTMENT DISCRETION |
|---|----------------|-----------|-------------------|------------|--------------|--------------------------|
| GOOGLE INC | | 38259P508 | 320 | 918 SH | | SOLE |
| GREAT PLAINS ENERGY INC | | 391164100 | 0 | 13 SH | | SOLE |
| GREENE BANKSHARES | | 394361208 | 6 | 649 SH | | SOLE |
| HCC INSURANCE HOLDINGS, INC | | 404132102 | 88 | 3496 SH | | SOLE |
| HCP INC | COM | 40414L109 | 5 | 300 SH | | SOLE |
| HDFC BK LTD | ADR | 40415F101 | 2 | 25 SH | | SOLE |
| HSBC HLDGS PLC | SPONSORED ADR | 404280406 | 58 | 2045 SH | | SOLE |
| HALLIBURTON CO | COM | 406216101 | 59 | 3840 SH | | SOLE |
| JOHN HANCOCK BK & THRIFT | | 409735206 | 5 | 425 SH | | SOLE |
| JOHN HANCOCK PFD INC II | | 41013X106 | 4 | 400 SH | | SOLE |
| JOHN HANCOCK PREFERRED INCOME FUND III | | 41021P103 | 1 | 130 SH | | SOLE |
| HANESBRANDS INC | COM | 410345102 | 14 | 1502 SH | | SOLE |
| HARLEY DAVIDSON INC | COM | 412822108 | 1 | 51 SH | | SOLE |
| HARTFORD FNCL SV GRP INC | COM | 416515104 | 45 | 5700 SH | | SOLE |
| HEALTH CARE SERVICES GROUP INC | | 421906108 | 13 | 848 SH | | SOLE |
| HEALTHSPRING INC | COM | 42224N101 | 0 | 53 SH | | SOLE |
| HEALTHWAYS INC | COM | 422245100 | 16 | 1878 SH | | SOLE |
| HEINZ H J CO | COM | 423074103 | 109 | 3312 SH | | SOLE |
| HELIOS HIGH INCOME FUND | | 42327X105 | 1 | 1008 SH | | SOLE |
| HEWLETT PACKARD CO | | 428236103 | 435 | 13584 SH | | SOLE |
| HILL INTERNATIONAL INC | COM | 431466101 | 10 | 3394 SH | | SOLE |
| HILLENBRAND INC | COM | 431571108 | 11 | 711 SH | | SOLE |
| HOLOGIC INC | COM | 436440101 | 114 | 8676 SH | | SOLE |
| HOME DEPOT | | 437076102 | 142 | 6049 SH | | SOLE |
| HOME DEPOT | | 437076102 | 15 | 626 SH | | DEFINED |
| HONEYWELL INTL INC | | 438516106 | 2 | 67 SH | | SOLE |
| HOSPIRA, INC | | 441060100 | 12 | 400 SH | | DEFINED |
| HOST HOTELS & RESORTS INC | COM | 44107P104 | 45 | 11397 SH | | SOLE |

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HOUSTON WIRE & CABLE CO COM 44244K109 17 2245 SH SOLE

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | QTY | SH/ PRN | PUT/ CALL | INVESTMENT DESCRETION |
|---|----------------|-----------|-------------------|-------|------------|--------------|--------------------------|
| HUBBELL INC | CL B | 443510201 | 27 | 1000 | SH | | SOLE |
| HUMANA INC | | 444859102 | 72 | 2768 | SH | | SOLE |
| JB HUNT TRANSPORT SVC INC | | 445658107 | 61 | 2518 | SH | | SOLE |
| HUNTINGTON BANCSHARE INC | | 446150104 | 0 | 23 | SH | | SOLE |
| HURON CONSULTING GROUP INC | COM | 447462102 | 40 | 951 | SH | | SOLE |
| ITT INDUSTRIES | | 450911102 | 2 | 40 | SH | | SOLE |
| IDACORP INC | COM | 451107106 | 2 | 100 | SH | | SOLE |
| IDEXX LABS INC | COM | 45168D104 | 55 | 1581 | SH | | SOLE |
| INFOSYS TECHNOLOGIES LTD | SPONSORED ADR | 456788108 | 2 | 88 | SH | | SOLE |
| ING GLOBAL EQUITY DIV | | 45684E107 | 16 | 1768 | SH | | SOLE |
| INGRAM MICRO INC | CL A | 457153104 | 77 | 6059 | SH | | SOLE |
| INTEGRA LIFESCIENCES | | 457985208 | 39 | 1565 | SH | | SOLE |
| INTEGRAL SYS INC MD | COM | 45810H107 | 11 | 1318 | SH | | SOLE |
| INTEL CORP CAP | | 458140100 | 609 | 40549 | SH | | SOLE |
| INTEL CORP CAP | | 458140100 | 24 | 1600 | SH | | DEFINED |
| INTERCONTINENTALEXCHANGE INC | COM | 45865V100 | 244 | 3270 | SH | | SOLE |
| IBM CORP | | 459200101 | 1094 | 11287 | SH | | SOLE |
| IBM CORP | | 459200101 | 29 | 300 | SH | | DEFINED |
| INTL PAPER CO | | 460146103 | 6 | 900 | SH | | DEFINED |
| INTERPUBLIC GROUP COS INC | COM | 460690100 | 62 | 15158 | SH | | SOLE |
| INTUIT | | 461202103 | 1 | 24 | SH | | SOLE |
| INVESTMENT GRADE MUNICIPAL INCOME FUND | | 461368102 | 102 | 9055 | | | SOLE |
| INVESTMENT TECHNOLOGY GRP NE | COM | 46145F105 | 37 | 1436 | SH | | SOLE |
| IRON MTN INC | COM | 462846106 | 125 | 5638 | SH | | SOLE |
| ISHARES FTSE/XINHUA CHINA 25 | | 464287184 | 9 | 300 | SH | | SOLE |
| ISHARES MSCI EAFE INDEX FUND | | 464287465 | 30 | 793 | SH | | SOLE |
| ISHARES TR RUSSELL 2000 VALUE INDEX FD | | 464287630 | 84 | 2137 | SH | | SOLE |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | QTY | SH/ PRN | PUT/ CALL | INVESTMENT DESCRETION |
|---|----------------|-----------|-------------------|------|------------|--------------|--------------------------|
| ISHARES RUSSELL 2000 GROWTH INDEX FUND | | 464287648 | 110 | 2402 | SH | | SOLE |

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| | | | | | |
|---|------------|-----------|------|----------|---------|
| ISHARES TRUST RUSSELL 2000 INDEX | | 464287655 | 246 | 5862 SH | SOLE |
| ISHARES TR DOW JONES REAL ESTATE INDEX FUND | | 464287739 | 13 | 520 SH | SOLE |
| JPMORGAN CHASE & CO | COM | 46625H100 | 195 | 7349 SH | SOLE |
| JPMORGAN CHASE & CO | COM | 46625H100 | 52 | 1956 SH | DEFINED |
| JABAIL CIRCUIT INC | | 466313103 | 1 | 100 SH | SOLE |
| JACOBS ENGINEERING GROUP INC | | 469814107 | 0 | 6 SH | SOLE |
| JOHNSON & JOHNSON | | 478160104 | 1204 | 22888 SH | SOLE |
| JOHNSON & JOHNSON | | 478160104 | 316 | 6000 SH | DEFINED |
| JOHNSON CONTROLS INC | | 478366107 | 115 | 9624 SH | SOLE |
| JUNIPER NETWORKS | | 48203R104 | 2 | 115 SH | SOLE |
| KBR INC | COM | 48242W106 | 109 | 7906 SH | SOLE |
| KANSAS CITY SOUTHERN | COM NEW | 485170302 | 50 | 3922 SH | SOLE |
| KAYDON CORP | | 486587108 | 11 | 399 SH | SOLE |
| KELLOGG CO | | 487836108 | 39 | 1064 SH | SOLE |
| KENSEY NASH CORP | COM | 490057106 | 38 | 1770 SH | SOLE |
| KIMBERLY-CLARK CORP | | 494368103 | 18 | 387 SH | SOLE |
| KINDER MORGAN ENERGY PARTNERS, L.P | | 494550106 | 19 | 400 SH | SOLE |
| KNIGHT TRANSPORTATION INC | | 499064103 | 67 | 4409 SH | SOLE |
| KOHL'S CORP | | 500255104 | 13 | 300 SH | SOLE |
| KONINKLIJKE PHLPS ELECTRS N V | SP ADR NEW | 500472303 | 80 | 5373 SH | SOLE |
| KRAFT FOODS | | 50075N104 | 150 | 6727 SH | SOLE |
| KROGER CO | | 501044101 | 157 | 7415 SH | SOLE |
| LHC GROUP INC | COM | 50187A107 | 9 | 400 SH | SOLE |
| LKQ CORP | COMMON | 501889208 | 67 | 4685 SH | SOLE |
| LSI CORPORATION | COM | 502161102 | 0 | 10 SH | SOLE |
| L 3 COMMUNICATIONS | | 502424104 | 5 | 71 SH | SOLE |
| LABORATORY CORP AMER HLDGS | COM NEW | 50540R409 | 157 | 2683 SH | SOLE |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | SH/ PUT/ QTY | INVESTMENT PRN CALL | DESCRIPTION |
|--|----------------|-----------|----------------|--------------|---------------------|-------------|
| LANDSTAR SYSTEM INC | | 515098101 | 23 | 697 SH | | SOLE |
| LAS VEGAS SANDS CORP | | 517834107 | 0 | 11 SH | | SOLE |
| LASALLE HOTEL PPTYS | | 517942108 | 0 | 30 SH | | SOLE |
| ESTEE LAUDER CO | | 518439104 | 31 | 1259 SH | | SOLE |
| LAWSON SOFTWARE INC | | 52078P102 | 1 | 130 SH | | SOLE |
| LEAP WIRELESS INTL INC | COM NEW | 521863308 | 32 | 919 SH | | SOLE |
| LEGG MASON INC | | 524901105 | 1 | 87 SH | | SOLE |
| LENDER PROCESSING SERVICES | COM | 52602E102 | 0 | 11 SH | | SOLE |
| LEVEL 3 COMMUNICATIONS INC | | 52729N100 | 4 | 4685 SH | | SOLE |
| LIBERTY ALL STAR EQUITY FD | | 530158104 | 29 | 9866 SH | | SOLE |
| LIBERTY MEDIA GLOBAL INC | COM SER A | 530555101 | 0 | 25 SH | | SOLE |
| LIBERTY GLOBAL SERIES C | COMMON STOCK | 530555309 | 0 | 14 SH | | SOLE |
| LIBERTY MEDIA HLDG | | 53071M104 | 1 | 203 SH | | SOLE |
| LIBERTY MEDIA HLDG CORCAP | | 53071M302 | 0 | 38 SH | | SOLE |
| LIBERTY MEDIA ENTERTAINMENT GROUP SERIES A | COM | 53071M500 | 2 | 96 SH | | SOLE |
| ELI LILLY & CO | | 532457108 | 27 | 799 SH | | SOLE |
| ELI LILLY & CO | | 532457108 | 37 | 1100 SH | | DEFINED |

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|--------------------------------|-----|-----------|-----|---------|------|
| LIMITED BRANDS, INC | | 532716107 | 57 | 6584 SH | SOLE |
| LINCOLN ELECTRIC CO HOLDINGS | | 533900106 | 15 | 474 SH | SOLE |
| LINDSAY CORP | COM | 535555106 | 11 | 394 SH | SOLE |
| LIVE NATION INC | COM | 538034109 | 0 | 125 SH | SOLE |
| LOCKHEED MARTIN CORP | | 539830109 | 60 | 873 SH | SOLE |
| LOWES CO INC | | 548661107 | 169 | 9287 SH | SOLE |
| MFA MTG INVTS INC | COM | 55272X102 | 20 | 3479 SH | SOLE |
| MGIC INVESTMENT CORP | | 552848103 | 0 | 85 SH | SOLE |
| MWI VETERINARY SUPPLY INC | COM | 55402X105 | 45 | 1575 SH | SOLE |
| MACYS INC | | 55616P104 | 1 | 80 SH | SOLE |
| MAGELLAN MIDSTREAM PARTNERS LP | | 559080106 | 7 | 250 SH | SOLE |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | QTY | SH/ PRN | PUT/ CALL | INVESTMENT DESCRETION |
|-------------------------------|----------------|-----------|-------------------|-------|------------|--------------|--------------------------|
| MANHATTAN ASSOCS INC | | 562750109 | 25 | 1441 | SH | | SOLE |
| MANULIFE FINANCIAL CORP | | 56501R106 | 240 | 21432 | SH | | SOLE |
| MARATHON OIL CORP | | 565849106 | 100 | 3799 | SH | | SOLE |
| MARSH & MCLENNAN | | 571748102 | 1 | 45 | SH | | SOLE |
| MARRIOTT INTL INC | NEW CL A | 571903202 | 1 | 47 | SH | | SOLE |
| MASCO CORPORATION | | 574599106 | 1 | 75 | SH | | SOLE |
| MASTERCARD INC | CL A | 57636Q104 | 2 | 12 | SH | | SOLE |
| MATTELL INC | | 577081102 | 74 | 6379 | SH | | SOLE |
| MATTHEWS INTL CORP | CL A | 577128101 | 31 | 1072 | SH | | SOLE |
| MAXIM INTEGRATED PRODUCTS INC | | 57772K101 | 78 | 5875 | SH | | SOLE |
| MCDERMOTT INTL INC | COM | 580037109 | 2 | 160 | SH | | SOLE |
| MCDONALD'S CORP | | 580135101 | 331 | 6068 | SH | | SOLE |
| MCKESSON CORP | | 58155Q103 | 3 | 74 | SH | | SOLE |
| MEADWESTVACO CORP | | 583334107 | 19 | 1547 | SH | | SOLE |
| MEDCO HEALTH SOLUTIONS INC | | 58405U102 | 37 | 886 | SH | | SOLE |
| MEDICAL ACTION INDUSTRIES INC | | 58449L100 | 1 | 75 | SH | | SOLE |
| MEDNAX INC | COM | 58502B106 | 12 | 422 | SH | | SOLE |
| MEDTRONIC INC | COM | 585055106 | 108 | 3674 | SH | | SOLE |
| MERCK & CO INC | | 589331107 | 128 | 4776 | SH | | SOLE |
| MERIDIAN BIOSCIENCE INC | COM | 589584101 | 31 | 1716 | SH | | SOLE |
| METLIFE INC | COM | 59156R108 | 28 | 1235 | SH | | SOLE |
| MICROS SYSTEMS INC | | 594901100 | 14 | 771 | SH | | SOLE |
| MICROSOFT CORP | | 594918104 | 495 | 26967 | SH | | SOLE |
| MICROCHIP TECH INC | | 595017104 | 1 | 65 | SH | | SOLE |
| MICROSEMI CORP | | 595137100 | 20 | 1737 | SH | | SOLE |
| MIDAS GROUP INC | | 595626102 | 5 | 666 | SH | | SOLE |
| MILLIPORE CORP | | 601073109 | 1 | 10 | SH | | SOLE |
| MIRANT CORP | NEW COM | 60467R100 | 0 | 27 | SH | | SOLE |
| MIRANT CORP NEW WT SER A | | 60467R118 | 0 | 88 | SH | | SOLE |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | QTY | SH/ PRN | PUT/ CALL | INVESTMENT DESCRETION |
|---|----------------|-----------|-------------------|---------|------------|--------------|--------------------------|
| MITSUBISHI UFJ FINANCIAL GROUP INC | | 606822104 | 137 | 27838 | SH | | SOLE |
| MOBILE MINI INC | COM | 60740F105 | 20 | 1770 | SH | | SOLE |
| MONSANTO CO. | (NEW) | 61166W101 | 149 | 1799 | SH | | SOLE |
| MORGAN STANLEY DEAN WITTER DISCOVER & CO | | 617446448 | 56 | 2476 | SH | | SOLE |
| MORGAN STANLEY DEAN WITTER DISCOVER & CO | | 617446448 | 6 | 260 | SH | | DEFINED |
| MOTOROLA INC | | 620076109 | 1 | 300 | SH | | DEFINED |
| MURPHY OIL CORP | COM | 626717102 | 6304 | 140813 | SH | | SOLE |
| MURPHY OIL CORP | COM | 626717102 | 336213 | 7509784 | SH | | DEFINED |
| MYLAN INC | COM | 628530107 | 20 | 1500 | SH | | SOLE |
| NBTY INC | COM | 628782104 | 91 | 6480 | SH | | SOLE |
| NII HLDGS INC | CL B NEW | 62913F201 | 98 | 6513 | SH | | SOLE |
| NTT DOCOMO INC | SPONS ADR | 62942M201 | 87 | 6354 | SH | | SOLE |
| NASDAQ OMX GROUP INC | COM | 631103108 | 157 | 8031 | SH | | SOLE |
| NATIONAL GRID PLC | | 636274300 | 102 | 2653 | SH | | SOLE |
| NATIONAL OILWELL VARCO INC | | 637071101 | 1 | 35 | SH | | SOLE |
| NETAPP INC | COM | 64110D104 | 76 | 5103 | SH | | SOLE |
| NEWPARK RESOURCES, INC | | 651718504 | 0 | 8 | SH | | SOLE |
| NEWS CORP | | 65248E104 | 117 | 17682 | SH | | SOLE |
| NICE SYS LTD | SPONSORED ADR | 653656108 | 23 | 918 | SH | | SOLE |
| NIKE INC | CLASS B | 654106103 | 6 | 120 | SH | | SOLE |
| NIPPON TEL & TEL | SPON ADR | 654624105 | 86 | 4497 | SH | | SOLE |
| NISOURCE INC | | 65473P105 | 2 | 200 | SH | | SOLE |
| NISSAN MOTORS | SPONSORED ADR | 654744408 | 59 | 8177 | SH | | SOLE |
| NOKIA CORP | SPND ADR | 654902204 | 105 | 9000 | SH | | SOLE |
| NOBLE ENERGY INC | | 655044105 | 53 | 990 | SH | | SOLE |
| NORDSON CORP | COM | 655663102 | 5 | 183 | SH | | SOLE |
| NORFOLK SO CORP | | 655844108 | 111 | 3291 | SH | | SOLE |
| NORTHERN TRUST COMPANY NTRS | | 665859104 | 77 | 1280 | SH | | SOLE |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | QTY | SH/ PRN | PUT/ CALL | INVESTMENT DESCRETION |
|---------------------------------------|----------------|-----------|-------------------|------|------------|--------------|--------------------------|
| NORTHERN TRUST COMPANY NTRS | | 665859104 | 132 | 2200 | SH | | DEFINED |
| NOVARTIS AG | SPONSORED ADR | 66987V109 | 51 | 1354 | SH | | SOLE |
| NOVELLUS SYSTEMS | | 670008101 | 2 | 100 | SH | | SOLE |
| NUCOR CORP | | 670346105 | 3 | 90 | SH | | SOLE |
| NUSTAR ENERGY LP COMUNIT | | 67058H102 | 6 | 122 | SH | | SOLE |
| NUVEEN INSD PREMIUM INCOME MUNI FD | | 6706D8104 | 93 | 8938 | | | SOLE |
| NUVEEN INSURED QUALITY | | | | | | | |

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| | | | | | |
|------------------------------|--------------|-----------|-----|----------|------|
| MUNICIPAL FD | (CLOSED END) | 67062N103 | 31 | 2562 | SOLE |
| NUVEEN PERFORMANCE PLUS | | | | | |
| MUNICIPAL FD | | 67062P108 | 109 | 9285 | SOLE |
| NVIDIA CORPORATION | | 67066G104 | 2 | 175 SH | SOLE |
| NUVEEN INSURED ADVANTAGE | | 67071L106 | 23 | 1853 | SOLE |
| NUVEEN QUALITY PFD INCOME FD | | 67071S101 | 2 | 400 SH | SOLE |
| NUVEEN MUN VALUE FD INC | | 670928100 | 334 | 37531 | SOLE |
| NUVEEN QUALITY INCOME MUNI | | 670977107 | 119 | 10000 | SOLE |
| NUVEEN INSURED MUNICIPAL | | | | | |
| OPPORTUNITY FUND INC | | 670984103 | 64 | 5529 | SOLE |
| OCCIDENTAL PETE COR | DEL | 674599105 | 40 | 712 SH | SOLE |
| OCEANEERING INTL INC | | 675232102 | 41 | 1117 SH | SOLE |
| OMNICOM GROUP | | 681919106 | 2 | 77 SH | SOLE |
| ON SEMICONDUCTOR CORP | COM | 682189105 | 94 | 24043 SH | SOLE |
| OPEN TEXT CORP | COM | 683715106 | 47 | 1362 SH | SOLE |
| ORACLE SYSTEMS CORP | | 68389X105 | 19 | 1072 SH | SOLE |
| O REILLY AUTOMOTIVE INC | COM | 686091109 | 92 | 2640 SH | SOLE |
| ORIX CORP | | 686330101 | 1 | 45 SH | SOLE |
| OWENS & MINOR INC | NEW COM | 690732102 | 0 | 8 SH | SOLE |
| OWENS ILL INC | COM NEW | 690768403 | 100 | 6907 SH | SOLE |
| PG&E CORP | | 69331C108 | 12 | 318 SH | SOLE |
| PNC BANK CORP | | 693475105 | 0 | 1 SH | SOLE |
| POSCO | ADR | 693483109 | 48 | 722 SH | SOLE |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | SH/ QTY | PUT/ CALL | INVESTMENT DESCRETION |
|---|----------------|-----------|-------------------|------------|--------------|--------------------------|
| PPG INDUSTRIES INC | | 693506107 | 2 | 45 SH | | SOLE |
| PACCAR INC | | 693718108 | 1 | 30 SH | | SOLE |
| PACTIV COPR | | 695257105 | 84 | 5782 SH | | SOLE |
| PALL CORPORATION | COM | 696429307 | 1 | 67 SH | | SOLE |
| PAREXEL INTL CORP | COM | 699462107 | 29 | 2944 SH | | SOLE |
| PATTERSON COMPANIES INC | | 703395103 | 23 | 1240 SH | | SOLE |
| PEABODY ENERGY CORP | | 704549104 | 53 | 2103 SH | | SOLE |
| PEETS COFFEE & TEA INC | | 705560100 | 22 | 1037 SH | | SOLE |
| PENSKE AUTOMOTIVE GRP INC | COM | 70959W103 | 0 | 35 SH | | SOLE |
| PEOPLES UNITED FINANCIAL INC | COM | 712704105 | 100 | 5561 SH | | SOLE |
| PEPSI BOTTLING GROUP INC | | 713409100 | 1 | 33 SH | | SOLE |
| PEPSIAMERICAS INC | | 71343P200 | 69 | 4000 SH | | SOLE |
| PEPSICO INC | COM | 713448108 | 923 | 17931 SH | | SOLE |
| PEPSICO INC | COM | 713448108 | 57 | 1100 SH | | DEFINED |
| PERFICIENT INC | COM | 71375U101 | 22 | 4070 SH | | SOLE |
| PERINI CORP | | 713839108 | 0 | 20 SH | | SOLE |
| PT TELEKOM INDONESIA | ADR | 715684106 | 57 | 2200 SH | | SOLE |
| PETROCHINA CO LTD | | 71646E100 | 2 | 20 SH | | SOLE |
| PETROHAWK ENERGY CORP | | 716495106 | 211 | 10974 SH | | SOLE |
| PETROBRAS | | 71654V408 | 49 | 1602 SH | | SOLE |
| PFIZER INC | | 717081103 | 366 | 26851 SH | | SOLE |
| PFIZER INC | | 717081103 | 10 | 700 SH | | DEFINED |
| PHARMACEUTICAL PRODUCT DEVELOPMENT INC | | 717124101 | 32 | 1361 SH | | SOLE |

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|----------------------------|-----|-----------|-----|---------|------|
| PHILLIP MORRIS INTL INC | COM | 718172109 | 308 | 8669 SH | SOLE |
| PHILLIPS VAN HEUSEN CORP | COM | 718592108 | 150 | 6610 SH | SOLE |
| PIMCO MUNI INCOME FUND III | | 72201A103 | 12 | 1333 | SOLE |
| PITNEY BOWES INC | COM | 724479100 | 3 | 108 SH | SOLE |
| PLEXUS CORP | COM | 729132100 | 38 | 2753 SH | SOLE |
| PRAXAIR INC | COM | 74005P104 | 239 | 3550 SH | SOLE |
| PRECISION CASTPARTS CORP | COM | 740189105 | 181 | 3029 SH | SOLE |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | QTY | SH/ PRN | PUT/ CALL | INVESTMENT DESCRETION |
|--|----------------|-----------|-------------------|----------|------------|--------------|--------------------------|
| T ROWE PRICE & ASSOC | | 74144T108 | 7 | 228 SH | | | SOLE |
| PRINCIPAL FINANCIAL GROUP | | 74251V102 | 10 | 1283 SH | | | SOLE |
| PROCTER & GAMBLE CO | COM | 742718109 | 1363 | 28935 SH | | | SOLE |
| PROCTER & GAMBLE CO | COM | 742718109 | 283 | 6000 SH | | | DEFINED |
| PROLOGIS SH BEN INT | COM | 743410102 | 0 | 12 SH | | | SOLE |
| PROSPERITY BANCSHARES INC | COM | 743606105 | 28 | 1019 SH | | | SOLE |
| PRUDENTIAL FINANCIAL | | 744320102 | 67 | 3524 SH | | | SOLE |
| PRUDENTIAL PLC | ADR | 74435K204 | 2 | 191 SH | | | SOLE |
| PUBLIC SVC ENTERPRISE GROUP INC | | 744573106 | 19 | 660 SH | | | SOLE |
| PUBLIC STORAGE, INC REIT | | 74460D109 | 25 | 450 SH | | | SOLE |
| PUTNAM MANAGED MUNICIPAL INCOME TRUST | | 746823103 | 1 | 250 | | | SOLE |
| QUALCOMM INC | | 747525103 | 421 | 10814 SH | | | SOLE |
| QUANTUM FUEL SYS TECHNOLOGIES | COM | 74765E109 | 0 | 285 SH | | | SOLE |
| QUEST DIAGNOSTICS INC | | 74834L100 | 94 | 1977 SH | | | SOLE |
| RADIANT SYSTEMS INC | COM | 75025N102 | 16 | 3737 SH | | | SOLE |
| RALCORP HOLDINGS | NEW COM | 751028101 | 18 | 332 SH | | | SOLE |
| RAYMOND JAMES FINANCIAL CORP | | 754730109 | 65 | 3312 SH | | | SOLE |
| RAYTHEON CO | NEW | 755111507 | 239 | 6151 SH | | | SOLE |
| REGAL ENTMT GROUP | CL A | 758766109 | 132 | 9849 SH | | | SOLE |
| REGIONS FINANCIAL CORP | NEW | 7591EP100 | 227 | 53387 SH | | | SOLE |
| REGIONS FINANCIAL CORP | NEW | 7591EP100 | 9 | 2205 SH | | | DEFINED |
| RELIANT ENERGY INC | | 75952B105 | 8 | 2483 SH | | | SOLE |
| RENASANT CORP | COM | 75970E107 | 103 | 8224 SH | | | SOLE |
| REPSOL YPF | ADR | 76026T205 | 49 | 2874 SH | | | SOLE |
| RIO TINTO PLC | SPONSORED ADR | 767204100 | 2 | 14 SH | | | SOLE |
| RIVERBED TECHNOLOGY INC | COM | 768573107 | 34 | 2608 SH | | | SOLE |
| ROBERT HALF INTL INC | | 770323103 | 0 | 20 SH | | | SOLE |
| ROCKWELL COLLINS INC | | 774341101 | 40 | 1228 SH | | | SOLE |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | QTY | SH/ PRN | PUT/ CALL | INVESTMENT DESCRIPTION |
|--|----------------|-----------|-------------------|-------|------------|--------------|---------------------------|
| ROFIN SINAR TECHNOLOGIES INC | COM | 775043102 | 5 | 282 | SH | | SOLE |
| ROHM & HAAS CO | COM | 775371107 | 5 | 60 | SH | | SOLE |
| ROYAL BK SCOTLAND GROUP ADR PREF SHS SER Q | | 780097754 | 7 | 1200 | SH | | SOLE |
| ROYAL DUTCH SHELL PLC | SPON ADR B | 780259107 | 113 | 2596 | SH | | SOLE |
| ROYAL DUTCHSHELL PLC | SPON ADR B | 780259107 | 68 | 1551 | SH | | DEFINED |
| ROYAL DUTCH SHELL PLC | | 780259206 | 244 | 5500 | SH | | SOLE |
| ROYAL DUTCH SHELL PLC | | 780259206 | 142 | 3200 | SH | | DEFINED |
| ROYCE FOCUS TRUST INC | | 78080N108 | 1 | 281 | SH | | SOLE |
| ROYCE VALUE TR INC | | 780910105 | 4 | 544 | SH | | SOLE |
| ROYCE MICRO CAP TRUST INC | | 780915104 | 1 | 253 | SH | | SOLE |
| STANDARD & POORS DEP RECEIPTS | | 78462F103 | 184 | 2312 | SH | | SOLE |
| SRA INTL INC | CL A | 78464R105 | 24 | 1644 | SH | | SOLE |
| ST JUDE MEDICAL | | 790849103 | 103 | 2823 | SH | | SOLE |
| SANDISK CORP | COM | 80004C101 | 2 | 177 | SH | | SOLE |
| SANOFI-AVENTIS | ADR | 80105N105 | 184 | 6586 | SH | | SOLE |
| SAP AKTIENGESELLSCHAFT | SPNSD ADRS | 803054204 | 184 | 5210 | SH | | SOLE |
| SATYAM COMPUTER SVCS LTD | ADR | 804098101 | 0 | 80 | SH | | SOLE |
| SCANA CORP | NEW | 80589M102 | 4 | 115 | SH | | SOLE |
| SCANSOURCE INC | COM | 806037107 | 37 | 2016 | SH | | SOLE |
| SCHEIN HENRY INC | COM | 806407102 | 199 | 4982 | SH | | SOLE |
| SCHERING PLOUGH CORP | COM | 806605101 | 265 | 11275 | SH | | SOLE |
| SCHLUMBERGER LTD | COM | 806857108 | 247 | 6085 | SH | | SOLE |
| THE CHARLES SCHWAB CORP | | 808513105 | 209 | 13483 | SH | | SOLE |
| SCOTTS MIRACLE GRO CO | CL A | 810186106 | 23 | 651 | SH | | SOLE |
| SEARS HOLDINGS CORP | | 812350106 | 2 | 40 | SH | | SOLE |
| SEMPRA ENERGY | COM | 816851109 | 28 | 600 | SH | | SOLE |
| SERVICE CORP INTL W/RIGHTS TO PURC COMMON STOCK | | 817565104 | 0 | 107 | SH | | SOLE |
| SHUFFLE MASTER INC | COM | 825549108 | 8 | 2712 | SH | | SOLE |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | QTY | SH/ PRN | PUT/ CALL | INVESTMENT DESCRIPTION |
|--|----------------|-----------|-------------------|-------|------------|--------------|---------------------------|
| SIGMA ALDRICH CORP | | 826552101 | 11 | 300 | SH | | SOLE |
| SILGAN HOLDINGS INC | COM | 827048109 | 25 | 471 | SH | | SOLE |
| SIMMONS 1ST NATL CORP | CL A \$1 PAR | 828730200 | 253 | 10066 | SH | | SOLE |
| SIMMONS 1ST NATL CORP | CL A \$1 PAR | 828730200 | 13 | 500 | SH | | DEFINED |
| SIMON PROPERTY GROUP INC | | 828806109 | 1 | 31 | SH | | SOLE |
| SIMPSON MANUFACTURING CO INC | COM | 829073105 | 37 | 2060 | SH | | SOLE |
| SINOPEC SHANGHAI PETROCHEMICAL CO LTD | ADR | 82935M109 | 1 | 25 | SH | | SOLE |
| SMITH & NEPHEW P L C | SPD ADR | 83175M205 | 2 | 59 | SH | | SOLE |
| SMITH A O | COM | 831865209 | 11 | 441 | SH | | SOLE |
| SMUCKER J M CO | | 832696405 | 1 | 34 | SH | | SOLE |
| SONIC CORP | COM | 835451105 | 23 | 2308 | SH | | SOLE |
| SONOSITE INC | | 83568G104 | 19 | 1068 | SH | | SOLE |

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|---|-----------|-----------|-----|----------|---------|
| SONY CORP | | 835699307 | 60 | 2924 SH | SOLE |
| SOUTHERN CO | COM | 842587107 | 350 | 11446 SH | SOLE |
| SOUTHERN CO | COM | 842587107 | 111 | 3621 SH | DEFINED |
| SOUTHWESTERN ENERGY CO | | 845467109 | 234 | 7872 SH | SOLE |
| SPECTRA ENERGY | | 847560109 | 29 | 2059 SH | SOLE |
| SPRINT NEXTEL CORP | COM SER 1 | 852061100 | 178 | 50000 SH | SOLE |
| STAPLES INCORPORATED (RETAIL & DELIVERY) | | 855030102 | 238 | 13151 SH | SOLE |
| STARBUCKS CORP | | 855244109 | 67 | 6025 SH | SOLE |
| STARWOOD HOTELS & RESORTS WORLDWIDE INC | COM | 85590A401 | 51 | 4045 SH | SOLE |
| STATE STREET CORP | | 857477103 | 2 | 61 SH | SOLE |
| STATOIL ASA | SPON ADR | 85771P102 | 56 | 3235 SH | SOLE |
| STEEL DYNAMICS INC | | 858119100 | 7 | 778 SH | SOLE |
| STERICYCLE INC | | 858912108 | 56 | 1179 SH | SOLE |
| STONE ENERGY CORP | | 861642106 | 3 | 1000 SH | SOLE |
| STRYKER CORP | | 863667101 | 159 | 4663 SH | SOLE |
| SUBURBAN PROPANE PARTNERS L P | | 864482104 | 18 | 500 SH | SOLE |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | QTY | SH/ PRN | PUT/ CALL | INVESTMENT DESCRIPTION |
|-------------------------------------|----------------|-----------|-------------------|----------|------------|--------------|---------------------------|
| SUN MICROSYSTEMS INC | COM | 866810203 | 4 | 500 SH | | | SOLE |
| SUNCOR ENERGY INC | | 867229106 | 47 | 2123 SH | | | SOLE |
| SUNTRUST BANKS INC | COM | 867914103 | 92 | 7852 SH | | | SOLE |
| SURMODICS INC | COM | 868873100 | 18 | 961 SH | | | SOLE |
| SWIFT ENERGY CO | COM | 870738101 | 8 | 1043 SH | | | SOLE |
| SYBASE INC | COM | 871130100 | 35 | 1147 SH | | | SOLE |
| SYNOVUS FINL CORP | | 87161C105 | 0 | 72 SH | | | SOLE |
| SYNIVERSE HLDGS INC | COM | 87163F106 | 26 | 1636 SH | | | SOLE |
| SYSCO CORP | | 871829107 | 21 | 938 SH | | | SOLE |
| TJX COMPANIES | | 872540109 | 7 | 261 SH | | | SOLE |
| TAIWAN SEMICONDUCTOR MFG CO LTD | ADR'S | 874039100 | 2 | 275 SH | | | SOLE |
| TARGET CORP | | 87612E106 | 337 | 9810 SH | | | SOLE |
| TELEDYNE TECHNOLOGIES INC | COM | 879360105 | 28 | 1058 SH | | | SOLE |
| TELEFLEX INC | COM | 879369106 | 58 | 1490 SH | | | SOLE |
| TELEFONICA SA | SPONSORED ADR | 879382208 | 3 | 45 SH | | | SOLE |
| TELEFONOS DE MEXICO SA DE CV | SPONS ADR | 879403780 | 5 | 314 SH | | | SOLE |
| TELMEX INTERNATIONAL SAB DE CV L | ADR | 879690105 | 3 | 314 SH | | | SOLE |
| TERRA INDUSTRIES INC | | 880915103 | 0 | 15 SH | | | SOLE |
| TETRA TECHNOLOGIES INC | DEL COM | 88162F105 | 7 | 2293 SH | | | SOLE |
| TETRA TECH INC | NEW COM | 88162G103 | 37 | 1839 SH | | | SOLE |
| TEVA PHARMACEUTICAL IND | ADR'S | 881624209 | 67 | 1485 SH | | | SOLE |
| TEXAS INSTRUMENTS | | 882508104 | 182 | 11053 SH | | | SOLE |
| THERMO FISHER SCIENTIFIC INC | | 883556102 | 219 | 6148 SH | | | SOLE |
| 3M CO | | 88579Y101 | 230 | 4634 SH | | | SOLE |
| TIFFANY & CO | NEW | 886547108 | 17 | 804 SH | | | SOLE |
| TIME WARNER INC | | 887317105 | 126 | 14905 SH | | | SOLE |
| TOMOTHERAPY INC | COM | 890088107 | 7 | 2544 SH | | | SOLE |

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|-------------------------------------|----------------------|-----------|------|----------|---------|
| VANGUARD TOTAL BOND MARKET ETF | | 921937835 | 100 | 1291 SH | SOLE |
| VANGUARD EUROPE PACIFIC ETF | | 921943858 | 188 | 8178 SH | SOLE |
| VANGUARD FTSE INT'L EQUITY | | 922042775 | 8 | 302 SH | SOLE |
| VARIAN SEMICONDUCTOR EQUIP | | 922207105 | 18 | 809 SH | SOLE |
| VECTREN CORP | COM | 92240G101 | 5 | 260 SH | SOLE |
| VANGUARD INDEX FDS SM CP VAL ETF | | 922908611 | 191 | 5503 SH | SOLE |
| VANGUARD MID CAP ETF | | 922908629 | 418 | 10598 SH | SOLE |
| VANGUARD LARGE CAP ETF | | 922908637 | 406 | 11270 SH | SOLE |
| VANGUARD SMALL CAP ETF | | 922908751 | 290 | 7919 SH | SOLE |
| VERIZON COMMUNICATIONS | | 92343V104 | 399 | 13220 SH | SOLE |
| VERIZON COMMUNICATIONS | | 92343V104 | 65 | 2142 SH | DEFINED |
| VERTEX PHARMACEUTICALS INC | COM | 92532F100 | 1 | 35 SH | SOLE |
| VIAD CORPORATION | | 92552R406 | 1 | 87 SH | SOLE |
| VIACOM INC | NEW CL B | 92553P201 | 1 | 67 SH | SOLE |
| VISA INC | COM CL A | 92826C839 | 138 | 2476 SH | SOLE |
| VODAFONE GROUP PLC | NEW SPONS ADR NEW | 92857W209 | 176 | 10135 SH | SOLE |
| VODAFONE GROUP PLC | NEW SPONS ADR NEW | 92857W209 | 9 | 494 SH | DEFINED |
| W.P.CAREY & CO., LLC | | 92930Y107 | 11 | 500 SH | SOLE |
| WPP PLC | ADR | 92933H101 | 72 | 2591 SH | SOLE |
| WADDELL & REED FINANCIAL INC | CLASS A | 930059100 | 28 | 1577 SH | SOLE |
| WAL MART STORES INC | COM | 931142103 | 1461 | 28044 SH | SOLE |
| WAL MART STORES INC | COM | 931142103 | 46 | 886 SH | DEFINED |
| WALGREEN CO | COM | 931422109 | 47 | 1804 SH | SOLE |
| WASTE CONNECTIONS INC | | 941053100 | 25 | 991 SH | SOLE |
| WASTE MANAGEMENT INC | NEW | 94106L109 | 74 | 2875 SH | SOLE |
| WATSON WYATT & CO HLDGS | CLASS A | 942712100 | 33 | 661 SH | SOLE |
| WELLS FARGO & CO. | NEW | 949746101 | 32 | 2248 SH | SOLE |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | MKT VAL x 1000 | QTY | SH/ PUT/ PRN CALL | INVESTMENT DESCRETION | OTHER MANAGERS |
|----------------------------------|----------------|-----------|-------------------|------|-------------------------|--------------------------|-------------------|
| WENDYS / ARBYS GROUP INC | COM | 950587105 | 6 | 1177 | SH | SOLE | 1 |
| WEST PHARMACEUTICAL SVSC INC | COM | 955306105 | 57 | 1727 | SH | SOLE | 1 |
| WESTAR ENERGY INC | | 95709T100 | 18 | 1017 | SH | SOLE | 1 |
| WESTERN DIGITAL CORP | | 958102105 | 101 | 5205 | SH | SOLE | 1 |
| WESTERN UNION CO | | 959802109 | 121 | 9615 | SH | SOLE | 1 |
| WEYERHAEUSER CO | COM | 962166104 | 2 | 62 | SH | SOLE | 1 |
| WILEY JOHN & SONS INC | CL A | 968223206 | 10 | 349 | SH | SOLE | 1 |
| WILLIAMS COMPANY | COMMON | 969457100 | 7 | 623 | SH | SOLE | 1 |
| WIND RIVER SYSTEMS INC | COM | 973149107 | 15 | 2377 | SH | SOLE | 1 |
| WINDSTREAM, INC | | 97381W104 | 2 | 280 | SH | SOLE | 1 |
| WINTRUST FINL CORP | | 97650W108 | 8 | 629 | SH | SOLE | 1 |
| WISDOM TREE TR DIV TOP 100 FD | | 97717W406 | 202 | 7565 | SH | SOLE | 1 |
| WOODWARD GOVERNOR CO | COM | 980745103 | 19 | 1673 | SH | SOLE | 1 |

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|-------------------------|------|-----------|--------|----------|------|---|
| WYETH | | 983024100 | 107 | 2491 SH | SOLE | 1 |
| XT0 ENERGY INC | | 98385X106 | 345 | 11256 SH | SOLE | 1 |
| XCEL ENERGY INC | | 98389B100 | 18 | 977 SH | SOLE | 1 |
| YUM BRANDS INC | | 988498101 | 368 | 13390 SH | SOLE | 1 |
| ZEBRA TECHNOLOGIES CORP | CL A | 989207105 | 33 | 1712 SH | SOLE | 1 |
| ZIMMER HLDGS INC | | 98956P102 | 5 | 140 SH | SOLE | 1 |
| GRAND TOTALS | | | 447263 | 11938955 | | |