OUTLAW JAMES M JR

Form 4

February 16, 2018

FORM 4

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

OMB APPROVAL

OMB

Number: 3235-0287

Estimated average

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction 1(b).

(Print or Type Responses)

1. Name and Add OUTLAW JA	•	_	2. Issuer Name and Ticker or Trading Symbol TRUSTMARK CORP [TRMK]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				
P. O. BOX 291		((Month/Day/Year) 02/14/2018	Director 10% Owner Officer (give title Other (specibelow) below) Executive Officer of Wholly			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
JACKSON, MS 39205			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tab	le I - Non-I	Derivative	Secu	rities Acq	quired, Disposed	of, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Transaction(A) or Dispos Code (Instr. 3, 4 an (Instr. 8)			d of (D) 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)
Common stock	02/14/2018		Code V A	Amount 3,089 (1)	(D)	Price \$ 0	40,661	D	
Common stock	02/14/2018		F	904 (2)	D	\$ 31.82	39,757	D	
Common stock							122	I	By spouse
Common stock							19,247	I	By Company Sponsored 401k

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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 Exerci	sable and	7. Title a	ınd	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	iorNumber	Expiration Da	te	Amount	of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/Y	(ear)	Underlyi	ng	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	s	(Instr. 5)
	Derivative				Securities			(Instr. 3	and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									mount	
					Date	Expiration	or			
						Exercisable	Date		umber	
								of		
				Code V	$^{\prime}$ (A) (D)			St	nares	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

OUTLAW JAMES M JR P. O. BOX 291 JACKSON, MS 39205

Executive Officer of Wholly

Signatures

James M. Outlaw by: Granville Tate, Jr., POA

02/16/2018

**Signature of Reporting Person

Human Resources Committee on 2/14/18.

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 69.5% vesting of performance based restricted stock award granted on 1/27/15 under the Trustmark Corporation Stock and 1) Incentive Compensation Plan. The performance period for the award ended on 12/31/17 and vesting of the award was certified by the
- (2) Shares withheld to satisfy tax withholding obligation in connection with vesting of performance based restricted stock award.

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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