

Vaughn-Furlow Rebecca N
 Form 4
 February 15, 2012

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 *
 Vaughn-Furlow Rebecca N

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)
 P. O. BOX 291

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/14/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Executive Officer of

(Street)
 JACKSON, MS 39205

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

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 ⁽¹⁾	02/14/2012		A		3,684	A	\$ 0
common stock	02/14/2012		F		929	D	\$ 23.89
common stock ⁽²⁾	02/14/2012		A		3,316	A	\$ 0
common stock							7,152
							2,263
							Held by company sponsored 401k

common stock

Held by company sponsored employee stock purchase plan

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

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SEC 1474 (9-02)

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

Table with 10 columns: 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), 9. Number of Derivative Securities Beneficially Owned (Instr. 5), 10. Title and Amount or Number of Shares.

Reporting Owners

Table with 2 main columns: Reporting Owner Name / Address, Relationships. Relationship categories: Director, 10% Owner, Officer, Other. Address: Vaughn-Furlow Rebecca N, P. O. BOX 291, JACKSON, MS 39205. Relationship: Executive Officer of.

Signatures

Rebecca N. Vaughn-Furlow by: T. Harris Collier, III, POA, 02/15/2012. **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).

- Reflects 100% vesting of performance based restricted stock award granted on 1/27/09 under the Trustmark Corporation 2005 Stock & Incentive Plan (the Plan). The performance period for the award ended 12/31/11 & vesting of the award was certified by Trustmark's Human Resources Committee (the Committee) on 2/14/12.
- (1)
- (2) Reflects vesting of 90% of performance based restricted stock award granted on 1/27/09 under the Plan, as certified by the Committee on 2/14/12. Those shares are restricted until 12/16/14.

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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