#### MIDSOUTH BANCORP INC

Form 4

February 10, 2005

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 

**OMB APPROVAL** 

3235-0287 Number:

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if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* Tortorice Joseph V JR

(First)

2. Issuer Name and Ticker or Trading

Symbol

MIDSOUTH BANCORP INC

[MSL]

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

02/09/2005

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

(Middle)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_X\_ Director 10% Owner Officer (give title \_\_X\_ Other (specify below)

below) Chairman of Board of Subsidiar

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

LAFAYETTE, LA 70501

102 VERSAILLES BLVD.

| (City)                               | (State)                                 | (Zip) Tab   | le I - Non-                            | Derivativ                      | e Secu                       | rities Ac   | quired, Disposed   | of, or Benefic   | ially Owned   |
|--------------------------------------|---|---|--|--------------------------------|------------------------------|-------------|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transactic<br>Code<br>(Instr. 8) | 4. Securion(A) or D (Instr. 3, | ispose<br>4 and<br>(A)<br>or | d of (D)    | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common<br>Stock                      | 02/09/2005                              |   | P                                      | 5                              | A                            | \$<br>28.54 | 5  | I  | Spouse<br>Invest.Club<br>Acct                         |
| Common<br>Stock                      | 02/09/2005                              |   | P                                      | 0                              | A                            | \$ 0        | 50,822   | D  |   |

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

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# 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 |                    | 4.<br>T    | 5.         | 6. Date Exerc |            | 7. Title |          | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|------------|----------|----------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti  | orNumber   | Expiration D  | ate        | Amou     | nt of    | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/   | Year)      | Under    | lying    | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative | e             |            | Securi   | ties     | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |            | Securities |               |            | (Instr.  | 3 and 4) |             | Own    |
|             | Security    |                     |                    |            | Acquired   |               |            |          |          |             | Follo  |
|             |             |                     |                    |            | (A) or     |               |            |          |          |             | Repo   |
|             |             |                     |                    |            | Disposed   |               |            |          |          |             | Trans  |
|             |             |                     |                    |            | of (D)     |               |            |          |          |             | (Instr |
|             |             |                     |                    |            | (Instr. 3, |               |            |          |          |             |        |
|             |             |                     |                    |            | 4, and 5)  |               |            |          |          |             |        |
|             |             |                     |                    |            |            |               |            |          |          |             |        |
|             |             |                     |                    |            |            |               |            |          | Amount   |             |        |
|             |             |                     |                    |            |            | Date          | Expiration |          | or       |             |        |
|             |             |                     |                    |            |            | Exercisable   | ^ 11       | Title    | Number   |             |        |
|             |             |                     |                    |            |            | Excicisable   |            |          | of       |             |        |
|             |             |                     |                    | Code V     | (A) (D)    |               |            |          | Shares   |             |        |

# **Reporting Owners**

|                                | Relationship |  |  |  |
|--------------------------------|--------------|--|--|--|
| Reporting Owner Name / Address | •            |  |  |  |

Director 10% Owner Officer Other

Tortorice Joseph V JR

102 VERSAILLES BLVD. X Chairman of Board of Subsidiar

LAFAYETTE, LA 70501

### **Signatures**

Joseph V. Tortorice, Jr.

\*\*Signature of Reporting 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).

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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