

BANCORPSOUTH INC
Form 8-K
November 06, 2002

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 6, 2002 (November 6, 2002)

BANCORPSOUTH, INC.

(Exact Name of Registrant as Specified in Its Charter)

Mississippi

(State or Other
Jurisdiction of Incorporation)

1-12991

(Commission
File Number)

64-0659571

(I.R.S. Employer
Identification Number)

**One Mississippi Plaza
201 South Spring Street
Tupelo, Mississippi**

(Address of Principal
Executive Offices)

38804

(Zip Code)

(662) 680-2000

(Registrant's Telephone Number, Including Area Code)

Not Applicable

(Former Name or Former Address, if Changed from Last Report)

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Presentation Materials

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ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

(c) The following exhibits are filed herewith:

| <u>Exhibit Number</u> | <u>Description</u> |
|-----------------------|--|
| 99.1 | Presentation materials accompanying several presentations to institutional investors |

ITEM 9. REGULATION FD DISCLOSURE

Representatives of BancorpSouth, Inc. will deliver several presentations to institutional investors on November 6, 2002. A copy of the presentation materials accompanying such presentations is filed as Exhibit 99.1 to this Current Report on Form 8-K and are incorporated into this Item 9 by reference.

A number of statements made in this Report and in the Exhibit 99.1 attached hereto will be forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, such as statements of BancorpSouth's plans, goals, objectives, expectations, projections, estimates, intentions, future performance and business of BancorpSouth, including, without limitation, (i) statements relating to fee income products, systems support, acquisition strategy and the use of capital, and (ii) statements preceded by, followed by or that include the words may, could, would, should, believes, expects, anticipates, estimates, intends, plans, targets, probably, potentially, possibly, or perhaps. These forward-looking statements involve significant risks and uncertainties and are subject to change based on various factors (some of which are beyond BancorpSouth's control). Factors that might cause BancorpSouth's financial performance to differ materially from the plans, goals, objectives, expectations and intentions expressed in such forward looking statements include, but are not limited to: (i) revenues may be lower than expected, deposit attrition, operating cost or customer loss and business disruption may be greater than expected; (ii) competitive pressures among depository and other financial institutions may increase significantly; (iii) the ability of BancorpSouth to manage its growth and effectively serve an expanding customer and market base, (iv) changes in BancorpSouth's operating or expansion strategy, (v) changes in interest rate environment may reduce margins; (vi) general economic or business conditions, either nationally or in the states or regions in which BancorpSouth does business, may be less favorable than expected, resulting in, among other things, a deterioration in credit quality or a reduced demand for credit; (vii) legislative or regulatory changes may adversely affect the business in which BancorpSouth is engaged; and (viii) changes may occur in the securities markets. Additional information with respect to factors that may cause actual results to differ materially from those contemplated by such forward looking statements is included in BancorpSouth's current and subsequent filings with the Securities and Exchange Commission. BancorpSouth does not undertake any obligation to update any forward-looking statement, written or oral.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

BANCORPSOUTH, INC.

By: /s/ Aubrey B. Patterson

Aubrey B. Patterson
Chairman and Chief Executive Officer

Date: November 5, 2002

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