



DIVISION OF  
CORPORATION FINANCE

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

December 19, 2019

Michael Achary  
Chief Financial Officer  
Hancock Whitney Corporation  
Hancock Whitney Plaza, 2510 14th Street  
Gulfport, Mississippi 39501

**Re: Hancock Whitney Corporation**  
**Form 10-K**  
**Filed March 1, 2019**  
**File No. 001-36872**

Dear Mr. Achary:

We have reviewed your filing and have the following comments. In some of our comments, we may ask you to provide us with information so we may better understand your disclosure.

Please respond to these comments within ten business days by providing the requested information or advise us as soon as possible when you will respond. If you do not believe our comments apply to your facts and circumstances, please tell us why in your response.

After reviewing your response to these comments, we may have additional comments.

Form 10-K Filed March 1, 2019

Visa Class B Derivative Contract, page 110

1. We note you sold the majority of your Visa Class B holdings in the fourth quarter of 2018 for a net gain of \$33.2 million. Please tell us how you calculated the net gain. Also, please tell us the following:
  - the number of shares you held at December 31, 2018,
  - how you accounted for the shares,
  - the accounting guidance supporting your accounting policies, and
  - the value and how you determined the value of these shares.

Please revise future filings to disclose your accounting policies related to these shares.

Michael Achary  
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Form 10-Q Filed November 12, 2019

Selected Financial Data, page 49

2. We note you characterize the provision for loan losses related to the DC Solar bankruptcy as nonoperating and you exclude the amount from your non-GAAP financial measure operating earnings and related non-GAAP financial metrics. Please change the name of this non-GAAP measure to more accurately reflect its content, eliminating the use of the word “operating.” In this regard, credit risk and the management of credit risk related to customer bankruptcies, including potential fraud, appear to be part of the typical operating functions of a lending institution. Alternatively, do not exclude the provision for loan losses from your operating earnings non-GAAP measure.

We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

You may contact Mike Volley, Staff Accountant, at 202-551-3437 or Amit Pande, Accounting Branch Chief, at 202-551-3423 if you have any questions.

Sincerely,

Division of Corporation Finance  
Office of Finance