

RENASANT CORP
Form 4
January 17, 2008

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 *
Cianciola Francis J

(Last) (First) (Middle)
11399 GLEN BIRNHAM ROAD
(Street)

EADS, TN 38028

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
RENASANT CORP [RNST]

3. Date of Earliest Transaction
(Month/Day/Year)
01/15/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Sr EVP

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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| Common Stock | | | | (A) or (D) | | | |
| | | | Code | V | Amount | (D) | Price |
| Common Stock | | | | | 8,000 | I | By IRA |
| Common Stock | | | | | 1,893 | D | |
| Common Stock - Restricted | | | | | 1,500 ⁽³⁾ | D | |
| Common Stock | | | | | 4,762 | I | By 401K |
| Common Stock - | 01/15/2008 | | A | 1,500 | A | \$ | 1,500 ⁽³⁾ 17.63 |

Restricted

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

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

| 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 (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) | | |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|--------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-----------------------------|-------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number of Shares |
| Stock Option (Right to Buy) | \$ 22.77 | | | | | 01/01/2006 ⁽¹⁾ | 01/01/2015 | Common Stock | 5,25 |
| Stock Option (Right to Buy) | \$ 21.93 | | | | | 01/01/2007 ⁽¹⁾ | 01/01/2016 | Common Stock | 7,50 |
| Stock Option (Right to Buy) | \$ 30.63 | | | | | 01/01/2008 ⁽¹⁾ | 01/01/2017 | Common Stock | 7,50 |
| Phantom Stock | ⁽²⁾ | | | | | ⁽²⁾ | ⁽²⁾ | Common Stock ⁽²⁾ | 2,98 ⁽²⁾ |
| Stock Option (Right to Buy) | \$ 17.63 | 01/15/2008 | | A | 7,500 | 01/01/2009 ⁽¹⁾ | 01/01/2018 ⁽¹⁾ | Common Stock | 7,50 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Cianciola Francis J | | | Sr EVP | |

11399 GLEN BIRNHAM ROAD
EADS, TN 38028

Signatures

Francis J
Cianciola

01/17/2008

 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).
- (1) Beginning with the issue date, Equal installments of 33 1/3 of the option shares granted will be available for exercise upon completion of one, two and three years service measured from date of grant, respectively. The options expire ten (10) years from the grant date.

The phantom stock units are accrued under the Renasant DSU Plan. The units are settled 100% in the Company's common stock upon the
- (2) reporting person's retirement or upon approved hardship reasons. The conversion price is one phantom stock unit for one share of the Company's common stock.

This is the target amount of a performance based restricted stock grant available if certain criteria is met. Any adjustment to the target award will be reported at the time of the actual determination of performance as compared to the applicable threshold, target and maximum
- (3) Performance Objectives. In no event, however, will the number of shares awarded exceed 150 % of the number of shares of the target award. The share price will be determined at the close of business on the end of the performance cycle.

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.