RENASANT CORP

Form 4

January 17, 2008

# FORM 4

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

OMB

**OMB APPROVAL** 

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obligations

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

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * JOHNSON STUART		Symbol	2. Issuer Name <b>and</b> Ticker or Trading Symbol RENASANT CORP [RNST]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Mid	(Month/Da	3. Date of Earliest Transaction (Month/Day/Year) 01/15/2008				(Check all applicable)  Director 10% Owner _X_ Officer (give title Other (specify below)  Sr Exec Vice President & CFO			
	(Street)	Filed(Mont	4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. 4. Securities Acquire Transaction(A) or Disposed of (I Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or Code V Amount (D) Prior			d of (D)	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)	
Stock							2,024.13	D		
Common Stock (Restricted)							1,500 (1)	D		
Common Stock							22,572	I	By 401K	
Common Stock (Restricted)	01/15/2008		A	1,500	A	\$ 17.63	1,500 (1)	D		

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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 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. Transactic Code (Instr. 8)	Secur Acqui (A) or	rivative ities ired rosed of . 3, 4,			7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Phantom Stock	<u>(2)</u>						(2)	(2)	Common Stock	417.
Stock Options (Right to Buy)	\$ 15.65						01/01/2003(3)	01/01/2012(3)	Common Stock	7,87
Stock Options (Right to Buy)	\$ 18.77						01/01/2004(3)	01/01/2013(3)	Common Stock	7,87
Stock Options (Right to Buy)	\$ 22.23						01/01/2005(3)	01/01/2014(3)	Common Stock	7,87
Stock Options (Right to Buy)	\$ 22.77 (3)						01/01/2006(3)	01/01/2015(3)	Common Stock	7,87
Stock Options (Right to Buy)	\$ 21.93 (3)						01/01/2007(3)	01/01/2016(3)	Common Stock	7,50
Stock Options (Right to Buy)	\$ 30.63						01/01/2008(3)	01/01/2017(3)	Common Stock	7,50

Stock

Options \$ 17.63 (Right to 3) 01/15/2008 A 7,500 01/01/2009(3) 01/01/2018(3) Common Stock Buy)

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

JOHNSON STUART

Sr Exec Vice President & CFO

7,50

## **Signatures**

Stuart Johnson
01/17/2008

\*\*Signature of Date
Reporting Person

### **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).
- This is a target amount of a performance based restricted stock grant available at the end of the performance cycle if certain performance criteria is met. Any adjustments to the target award will be reported at the time of the actual determination of performance as compared to
- (1) the applicable threshold, target and maximum 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 on the close of business of the end of the performance cycle.
- The phantom stock units are accrued under the Renasant DSU Plan. The units are settled 100% in the Company's common stock upon the reporting person's retirement or upon approved hardship reasons. The conversion or exercise price is one phantom stock unit for one share of the Company's common stock.
- (3) 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 of service measured from date of grant, respectively. The options expire ten (10) years from the grant date.

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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