

RENASANT CORP  
Form 4  
October 02, 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 \*  
Johnson Jack C

(Last) (First) (Middle)  
P. O. BOX 709  
(Street)  
TUPELO, MS 38802  
(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
09/30/2008

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)

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)  | 5,357.8205  | D  |   |
| Common Stock                    |                                      |  |                                | (A) or (D)  | 25,718  | D  |   |
| Common Stock                    |                                      |  |                                | (A) or (D)  | 8,732   | I  | spouse  |
| Common Stock                    |                                      |  |                                | (A) or (D)  | 311.1001  | I  | Germantown Home Builders Retirement Plan FBO Bryan J  |

|              |  |  |  |          |   |  |
|--------------|--|--|--|----------|---|--|
| Common Stock |  |  |  | 21.3596  | I | Johnson<br>Germantown Home Builders Retirement Plan FBO Scarlett J Wirth |
| Common Stock |  |  |  | 292.3756 | I | Germantown Home Builders Retirement Plan FBO Thomas A Wirth Jr           |
| Common Stock |  |  |  | 2,782    | I | Germantown Home Builders Retirement Plan FBO Bryan J Johnson             |
| Common Stock |  |  |  | 330      | I | Germantown Home Builders Retirement Plan FBO Scarlett J Wirth            |
| Common Stock |  |  |  | 2,452    | I | Germantown Home Builders Retirement Plan FBO Thomas A Wirth Jr           |

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

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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 | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Securities | 8. Price |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|----------|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|----------|

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| Security<br>(Instr. 3) | or Exercise<br>Price of<br>Derivative<br>Security | any<br>(Month/Day/Year)   | Code<br>(Instr. 8) | Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | (Month/Day/Year) | (Instr. 3 and 4) | Securi<br>(Instr.   |                    |        |  |       |
|------------------------|---|---------------------------|--------------------|---|------------------|------------------|---------------------|--------------------|--------|--|-------|
|                        |   |                           | Code               | V   | (A)              | (D)              | Date<br>Exercisable | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |       |
| Phantom<br>Stock       | <u>(1)</u>  | 09/30/2008 <sup>(1)</sup> | P                  |   | 96.72            |                  | <u>(1)</u>          | <u>(1)</u>         | Common | 96.72                                  | \$ 19 |
| Phantom<br>Stock       | <u>(1)</u>  | 10/01/2008 <sup>(1)</sup> | P                  |   | 15.55            |                  | <u>(1)</u>          | <u>(1)</u>         | Common | 15.55                                  | \$ 21 |

## Reporting Owners

| Reporting Owner Name / Address                      | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Johnson Jack C<br>P. O. BOX 709<br>TUPELO, MS 38802 |               | X         |         |       |

## Signatures

Jack Johnson  
10/02/2008

            
\*\*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).

The phantom stock units are accrued under the Renasant DSU Plan. The units are settled 100% in the Company's common stock upon the (1) 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. Dividends are paid quarterly and reinvested on the phantom stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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