

RENASANT CORP  
Form 8-K  
May 11, 2007

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**UNITED STATES**  
**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

May 11, 2007

Date of Report (Date of Earliest Event Reported)

**RENASANT CORPORATION**

(Exact Name of Registrant as Specified in its Charter)

Mississippi  
(State or Other Jurisdiction

000-12154  
(Commission

64-0676974  
(IRS Employer

of Incorporation)

File Number)

Identification No.)

209 Troy Street, Tupelo, Mississippi 38804

(Address of Principal Executive Offices)(Zip Code)

Registrant's telephone number, including area code: (662) 680-1001

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

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- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 1.01. Entry into a Material Definitive Agreement.**

On May 11, 2007, Renasant Corporation ( Renasant ) completed the sale of 2.4 million shares of its common stock at a price of \$22.50 per share in a firm commitment underwritten offering resulting in net proceeds to Renasant of \$50,894,400, after deducting the underwriters' discount. The shares were sold pursuant to a Purchase Agreement, dated May 8, 2007, between Renasant and Keefe, Bruyette & Woods, Inc., as representative of the several underwriters named in the Purchase Agreement. The material terms of the Purchase Agreement are described under the heading "Underwriters" in the Registration Statement on Form S-3 (Registration No. 333-141335) that Renasant filed in connection with its stock offering. Such description is incorporated herein by reference.

**Item 8.01. Other Events.**

The disclosure set forth in Item 1.01 above is incorporated into this Item 8.01 by reference.

**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.

**RENASANT CORPORATION**

Date: May 11, 2007

By: /s/ E. Robinson McGraw  
E. Robinson McGraw

Chairman, President and

Chief Executive Officer