RENASANT CORP Form 4

February 25, 2009

FORM 4

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

OMB Number: 3235-0287

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

burden hours per response...

1(b).

(Print or Type Responses)

02/23/2009

Stock

EOV IOIIN			2. Issuer Symbol	ssuer Name and Ticker or Trading					5. Relationship of Reporting Person(s) to Issuer			
RENAS			ASANT CORP [RNST]					(Check all applicable)				
(Last)	(First) (Middle)	3. Date of Earliest Transaction									
`			Month/Day/Year)						_X_ Director		Owner	
			02/23/2009						Officer (give below)	ve title Other (specify below)		
(Street) 4. If Amer			endment, Date Original			6. Individual or Joint/Group Filing(Check						
]	Filed(Month/Day/Year)					Applicable Line)				
									X Form filed by			
TUPELO, MS 38802									Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table	e I - No	n-D	erivative S	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of	2. Transaction Dat	e 2A. Deeme	ed	3.		4. Securit	ies A	cquired	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution	Date, if	Transa	ctio	n(A) or Di	spose	d of (D)	Securities	Form: Direct	Indirect	
(Instr. 3)		any		Code		(Instr. 3,	4 and	5)	Beneficially	(D) or	Beneficial	
		(Month/Da	ay/Year)	(Instr.	8)				Owned	Indirect (I)	Ownership	
									Following	(Instr. 4)	(Instr. 4)	
							(A)		Reported Transaction(s)			
							or		(Instr. 3 and 4)			
				Code	V	Amount	(D)	Price	(======================================			
Common	02/23/2000			D		50	۸	\$	16 407	D		

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.

SEC 1474

(9-02)

D

16,407

11.14

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

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1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exer		7. Title and A		8. Price
Derivative Security	Conversion or Exercise	(Month/Day/Year)	Execution Date, if any	Transacti Code	onNumber of	Expiration D (Month/Day)		Underlying S (Instr. 3 and		Derivati Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	` .	(i cui)	(Instr. 5 und	.,	(Instr. 5
	Derivative				Securities	3				
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
				Code V	(A) (D)	Date	Expiration	Title	Amount or	
					() ()	Exercisable	Date		Number of	
									Shares	
Dhantam										
Phantom	<u>(1)</u>					(1)	(1)	Common	4,386.13	
Stock						_				

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
FOY JOHN P. O. BOX 709 TUPELO, MS 38802	X							

Signatures

John T. Foy 11/25/2009

**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 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. 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.

Reporting Owners 2