

MCGRAW EDWARD ROBINSON
 Form 4
 July 02, 2008

FORM 4

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

OMB APPROVAL

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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 *
 MCGRAW EDWARD ROBINSON

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 P. O. BOX 709

3. Date of Earliest Transaction
 (Month/Day/Year)
 06/30/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
 CEO & COB

(Street)
 TUPELO, MS 38802

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

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 Ownership Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock (Restricted)					7,500	D	
Common Stock					22,325	D	
Common Stock					8,575	D	
Common Stock					16,312	D	
Common Stock					618.82	I	custodian for

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Common
Stock

9,026.2119 D

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 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 Acquired (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)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock	<u>(1)</u>	04/01/2008 ⁽¹⁾		P	13.38	<u>(1)</u>	<u>(1)</u>	Common	13.38
Phantom Stock	<u>(1)</u>	06/30/2008 ⁽¹⁾		P	99.03	<u>(1)</u>	<u>(1)</u>	Common	99.03
Phantom Stock	<u>(1)</u>	07/01/2008 ⁽¹⁾		P	22.48	<u>(1)</u>	<u>(1)</u>	Common	22.48
Stock Option (Right to Buy)	\$ 8.47					<u>(2)</u>	01/01/2011	Common	22,500
Stock Option (Right to Buy)	\$ 15.64					<u>(2)</u>	01/01/2012	Common	22,500
Stock Option (Right to Buy)	\$ 18.77					<u>(2)</u>	01/01/2013	Common	22,500
Stock Option (Right to Buy)	\$ 22.23					<u>(2)</u>	01/01/2014	Common	22,500
	\$ 22.77					<u>(2)</u>	01/01/2015	Common	22,500

