RENASANT CORP

Form 4

January 22, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

Check this box

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

1(b).

Restricted)

(Print or Type Responses)

1. Name and Address of Reporting Person * GRAY JAMES W			2. Issuer Name and Ticker or Trading Symbol RENASANT CORP [RNST]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) P. O. BOX 709	` '	(Middle)	3. Date of Ear (Month/Day/\) 01/21/2015	Year)	action			Director X Officer (give tit low)	10% (Owner (specify	
TUPELO, MS	(Street) 38802		4. If Amendm Filed(Month/D		Original		Α _Ι _>	Individual or Join oplicable Line) [Form filed by One Form filed by Morrson	e Reporting Pers	son	
(City)	(State)	(Zip)	Table I -	Non-Deriv	vative Sec	uritie	s Acquir	ed, Disposed of, o	or Beneficially	y Owned	
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Y	Year) Exec		3. Transactio Code (Instr. 8)	4. Securit on(A) or Di (Instr. 3,	spose	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)	
Common Stock (Performance	01/21/2015			A(1)	3,500	A	\$ 28.93	7,000	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)

Edgar Filing: RENASANT CORP - Form 4

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

1. Title of	f 2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivativ	e Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
									Amount		
						Date	Expiration		or Number		
						Exercisable	e Date		of		
				Code V	(A) (D)				Shares		
				Code v	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships
Renarting Liwner Name / Address	

10% Owner Officer Director Other

GRAY JAMES W P.O. BOX 709

SEVP

TUPELO, MS 38802

Signatures

Jim Gray 01/22/2015 **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 the target amount of a performance based restricted stock granted 01/21/2015 which will be available if certain criteria is met at the end of the performance cycle on 12/31/2015. Any adjustments to the target award will be reported at the time of the actual

(1) determination of performance as compared to the applicable threshold, target and maxim 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 at the close of business on the end of the performance cycle. These shares were awarded under the Renasant Bank 2011 LTIP Plan

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