RENASANT CORP

Form 4

January 19, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

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subject to Section 16. Form 4 or Form 5

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if no longer

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).

(Print or Type Responses)

1. Name and Address of Reporting Person ** Ross Michael D		Symbol	2. Issuer Name and Ticker or Trading Symbol RENASANT CORP [RNST]				5. Relationship of Reporting Person(s) to Issuer				
<i>a</i>	(T') (AC 1)						(Check all applicable)				
(Last) (First) (Middle) 3. Date of Ear (Month/Day/Y P. O. BOX 709 01/17/2017							Director 10% Owner _X Officer (give title Other (specify below) SEVP				
	(Street)	4. If Amend	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
TUDELO MO	20002	Filed(Month/					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
TUPELO, MS	38802						Person				
(City)	(State) (Zip	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)	2. Transaction Data (Month/Day/Year)		Code	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or)	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)		
C			Code V	Amount	(D)	Price	(Ilisti: 3 and 4)				
Common Stock (Performance Based Restricted)	01/17/2017		A	4,000 (1)	A	\$0	7,500	D			
Common Stock (Service Based Restricted)	01/17/2017		A	4,000 (2)	A	\$0	7,500	D			

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

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SEC 1474 (9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amoun	it of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						Ì
					4, and 5)						
								1	Amount		
						Date	Expiration		or		
						Exercisable	Date	Title I	Number		
									of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Ross Michael D

P. O. BOX 709 SEVP

TUPELO, MS 38802

Signatures

Reporting Person

Michael Ross 01/19/2017

**Signature of 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).

This is the target amount of a performance based restricted stock granted 01/17/2017 under the 2011 LTIP which will be available if certain criteria is met at the end of the performance cycle on 12/31/2017. Any adjustments to the target award will be reported at the time of the actual determination of performance as compared to the applicable threshold, target and maxium 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

(2) 2017 time based restricted stock award under the 2011 LTIP that vested on 12/31/2019.

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.

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