

Common Stock				
Common Stock	14,668.061	I	By 401K	
Common Stock	559	I	Spouse	

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 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)	Amount or Number of Shares
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Employee Stock Option (Right to buy)	\$ 30.63 <u>(1)</u>	01/01/2007		A	7,500	<u>(2)</u> <u>(2)</u>	Common Stock	\$ 30.63
Employee Stock Option (Right to buy)	\$ 15.65 <u>(1)</u>					01/01/2003 ⁽⁷⁾ 01/01/2012	Common Stock	\$ 15.65
Employee Stock Option (Right to buy)	\$ 18.77 <u>(1)</u>					01/01/2004 ⁽⁷⁾ 01/01/2013	Common Stock	\$ 18.77
Employee Stock Option (Right to	\$ 22.23 <u>(1)</u>					01/01/2005 ⁽⁷⁾ 01/01/2014	Common Stock	\$ 22.23

buy)

Employee

Stock

Option \$ 22.77
(Right to (1)
buy)

01/01/2006⁽⁷⁾ 01/01/2015

Common Stock \$ 22.77

Employee

Stock

Option \$ 21.93
(Right to (1)
buy)

01/01/2007⁽⁷⁾ 01/01/2016

Common Stock \$ 21.93

Phantom
Stock (6)

(6) (6)

Common Stock (6)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRAY JAMES W				
			Sr. Executive Vice President	

Signatures

James W. Gray 01/04/2007

**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).

(1) The conversion or exercise price is one for one.

(2) Equal installments of 33 1/3 of the option shares granted will be available for exercise upon completion of one, two, and three years service measured from January 1, 2007, respectively. The options expire ten 10 years from the grant date.

(3) This is the target amount of a performance based restricted stock grant available at the end of the 2007 Performance Cycle if certain performance criteria is met. Any adjustments to the Target award (whether an increase or decrease) will be reported at the time of the actual determination of performance as compared to the applicable threshold, target and maximum Performance Objectives. In no event, however, will the number of shares awarded exceed 150% of the number of shares of the target award.

(4) Share Price will be the closing price of the common stock on the day stock is issued.

(5) The number of shares reflects stock splits since the initial grant.

(6) The phantom stock units are accrued under the Renasant DSI 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.

(7) Beginning with this date, equal installments of 33 1/3 of the option granted will be available for exercise upon completion of one, two, and three years of service measured from date of grant, respectively. The options expire ten (10) years from the grant date.

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.