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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 Security (Instr. 3 and 4)	Amount of Underlying Security (Instr. 3 and 4)
Employee Stock Option (Right to Buy) <sup>(3)</sup>	\$ 8.47					01/01/2002 <sup>(3)</sup> 01/01/2011 <sup>(3)</sup>	Common Stock	22
Employee Stock Option (Right to Buy) <sup>(3)</sup>	\$ 15.65					01/01/2003 <sup>(3)</sup> 01/01/2012 <sup>(3)</sup>	Common Stock	22
Employee Stock Option (Right to Buy) <sup>(3)</sup>	\$ 18.77					01/01/2004 <sup>(3)</sup> 01/01/2013 <sup>(3)</sup>	Common Stock	22
Employee Stock Option (Right to Buy) <sup>(3)</sup>	\$ 22.23					01/01/2005 <sup>(3)</sup> 01/01/2013 <sup>(3)</sup>	Common Stock	22
Employee Stock Option (Right to Buy) <sup>(3)</sup>	\$ 22.77					01/01/2006 <sup>(3)</sup> 01/01/2015 <sup>(3)</sup>	Common Stock	22
Employee Stock Option (Right to Buy) <sup>(3)</sup>	\$ 21.93					01/01/2007 <sup>(3)</sup> 01/01/2016 <sup>(3)</sup>	Common Stock	22

Buy) <sup>(3)</sup>									
Employee Stock Option (Right to Buy) <sup>(3)</sup>	\$ 32.9					01/01/2008 <sup>(3)</sup>	01/01/2017 <sup>(3)</sup>	Common Stock	22
Phantom Stock <sup>(2)</sup>	<sup>(2)</sup>	09/30/2007		A	85.21	<sup>(2)</sup>	<sup>(2)</sup>	Common Stock	1,6

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCGRAW EDWARD ROBINSON	X		CEO & Chairman of the Board	

## Signatures

E. Robinson  
McGraw

10/02/2007

<sup>(2)</sup>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) This is the target amount of a performance based restricted stock grant available if certain criteria is met. Any adjustment to the target award 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. The share price will be determined at the close of business on the end of the performance cycle.

(2) 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.

(3) Beginning with the issue date, 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 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.

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