RENASANT CORP Form 4/A July 24, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per

response... 0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * MATHEWS LARRY R			2. Issuer Symbol	Name ar	d Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer				
		RENAS	ANT C	ORP [RNST]	(Check all applicable)					
(Last)	(First)	(Middle)	3. Date of Earliest Transaction							
1323 STRATFORD ROAD SE			(Month/Da	ay/Year)		Director	10%	6 Owner		
			06/01/20	006		_X_ Officer (gibelow)	er (specify			
					Executive Vice President					
(Street)			4. If Amer	dment, I	Date Original	6. Individual or Joint/Group Filing(Check				
			Filed(Mon	th/Day/Ye	ar)	Applicable Line)				
		06/14/20	006		_X_ Form filed by One Reporting Person					
DECATUR, AL 35601						Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table	I - Non-	Derivative Securities Ac	equired, Disposed	of, or Beneficia	lly Owned		
1.Title of	2. Transaction	Date 2A. De	emed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature		
Security	(Month/Day/	Vear) Evecuti	on Date if	Trancac	tionAcquired (A) or	Securities	Form: Direct	Indirect		

									5
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ities		5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	TransactionAcquired (A) or			Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	Disposed of (D)		Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8)	8) (Instr. 3, 4 and 5)		5)	Owned	Indirect (I)	Ownership
		•		(Insure, runde)		Following	(Instr. 4)	(Instr. 4)	
							Reported	· ·	
					(A)		Transaction(s)		
					or		(Instr. 3 and 4)		
			Code V	Amount	(D)	Price	()		
Common	06/01/2006		T (1)	4,756	D	\$ 39	0.645	т	D ID 4
Stock	06/01/2006		J <u>(1)</u>	(1)	(1)	(1)	9,645	1	By IRA
Common	06/02/2006		J (1)	35 <u>(1)</u>	D	\$ 39	9,645	т	By IRA
Stock	00/02/2000		J <u>~</u>	33 <u>(4)</u>	(1)	(1)	2,0 1 2	1	by IKA

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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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	Transactio	onNumber	Expiration D	ate	Amoun	t 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,						
					4, and 5)						
									A manuat		
									Amount		
						Date	Expiration		Or Number		
						Exercisable	Date		Number		
				C + V	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

MATHEWS LARRY R 1323 STRATFORD ROAD SE DECATUR, AL 35601

Executive Vice President

Signatures

Larry R. 07/24/2006 Mathews

**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).
- (1) This transaction was previously reported as a sale. The transaction was cancelled after the form 4 was filed.

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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