
Section 1: DEFA14A (DEFA14A)

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

Filed by the Registrant [x]

Filed by a Party other than the Registrant []

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Under Rule 14a-12

RENASANT CORPORATION

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11

1.) Title of each class of securities to which transaction applies:

- 2.) Aggregate number of securities to which transaction applies:
- 3.) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
- 4.) Proposed maximum aggregate value of transaction:
- 5.) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of filing.

- 1.) Amount previously paid:
- 2.) Form, Schedule or Registration Statement No.:
- 3.) Filing Party:
- 4.) Date Filed:

RENASANT CORPORATION



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DESIGNATION (IF ANY)
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ADD 2
ADD 3
ADD 4
ADD 5
ADD 6

Online



Go to www.envisionreports.com/RNST or scan the QR code – login details are located in the shaded bar below.



Votes submitted electronically must be received by 1:00 a.m., Eastern Standard Time, on April 23, 2019.

Shareholder Meeting Notice

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Important Notice Regarding the Availability of Proxy Materials for the Renasant Corporation Shareholder Meeting to be Held on April 23, 2019.

Under Securities and Exchange Commission rules, you are receiving this notice that the proxy materials for the annual shareholders' meeting are available on the Internet. Follow the instructions below to view the materials and vote online or request a copy. The items to be voted on and location of the annual meeting are on the reverse side. Your vote is important!

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting. Our 2019 proxy statement, our Annual Report on Form 10-K for the year ended December 31, 2018 (which serves as our Annual Report to Shareholders) and our proxy card are available at:

www.envisionreports.com/RNST



Easy Online Access – View your proxy materials and vote.

When you go online to view materials, you can also vote your shares.

- Step 1: Go to www.envisionreports.com/RNST.
- Step 2: Click on **Cast Your Vote** or **Request Materials**.
- Step 3: Follow the instructions on the screen to log in.
- Step 4: Make your selections as instructed on each screen for your delivery preferences.
- Step 5: Vote your shares.

When you go online, you can also help the environment by consenting to receive electronic delivery of future materials.



Obtaining a Copy of the Proxy Materials - If you want to receive a copy of the proxy materials, you must request one. There is no charge to you for requesting a copy. Please make your request as instructed on the reverse side on or before April 16, 2019 to facilitate timely delivery.



2 N O T

C O Y



Shareholder Meeting Notice

Renasant Corporation's Annual Meeting of Shareholders will be held on April 23, 2019 at the principal office of Renasant Bank, 209 Troy Street, Tupelo, Mississippi 38804-4827 at 1:30 p.m. Central Time.

Proposals to be voted on at the meeting are listed below along with the Board of Directors' recommendations.

The Board of Directors recommend a vote **FOR** all the nominees listed in Proposals 1 and 2 and **FOR** Proposals 3 and 4:

1. To Elect 1 Class 1 Director:
01 - Connie L. Engel - Class 1 director for a two-year term expiring in 2021
2. To Elect 5 Class 2 Directors:
01 - John M. Creekmore - Class 2 director for a three-year term expiring in 2022
02 - Jill V. Deer - Class 2 director for a three-year term expiring in 2022
03 - Neal A. Holland, Jr. - Class 2 director for a three-year term expiring in 2022
04 - E. Robinson McGraw - Class 2 director for a three-year term expiring in 2022
05 - Sean M. Suggs - Class 2 director for a three-year term expiring in 2022
3. To adopt, in a non-binding advisory vote, a resolution approving the compensation of our named executive officers, as described in the proxy statement
4. To ratify the appointment of HORNE, LLP as our independent registered public accountants for 2019
5. To transact such other business as may properly come before the annual meeting or any adjournments thereof

PLEASE NOTE - YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your shares you must vote online or by telephone (the telephone number for voting is listed on the proxy card) or request a paper copy of the proxy materials to receive a proxy card. If you wish to attend and vote at the meeting, please bring this notice with you. Our proxy statement includes instructions about how to obtain driving directions to the meeting.



Here's how to order a copy of the proxy materials and select future delivery preferences:

Current and future delivery requests (for paper copies or email copies) can be submitted using the options below and following the instructions provided.

If you request an email copy, you will receive an email with a link to the current meeting materials.

PLEASE NOTE: You must use the number in the shaded bar on the reverse side when requesting a copy of the proxy materials.

- **Internet** - Go to www.envisionreports.com/RNST. Click Cast Your Vote or Request Materials.
- **Phone** - Call us free of charge at 1-866-641-4276.
- **Email** - Send an email to investorvote@computershare.com with "Proxy Materials Renasant Corporation" in the subject line. Include your full name and address, plus the number located in the shaded bar on the reverse side, and state that you want a paper copy of the meeting materials.

To facilitate timely delivery, all requests for a paper copy of proxy materials must be received by April 16, 2019.