► See separate instructions.

Part Reportin 1 Issuer's name	g issuer			2 Issuer's employer identification number (EIN)
RENASANT CORPOR		64-0676974		
3 Name of contact for additional information 4 Telephone 1			e No. of contact	5 Email address of contact
KEVIN CHAPMAN		KCHAPMAN@RENASANT.COM		
6 Number and street (c	or P.O. box if mail is not	7 City, town, or post office, state, and Zip code of contact		
P.O. BOX 709 8 Date of action		9 Class	sification and description	TUPELO, MS 38802
		3 Class	sincation and description	
APRIL 1, 2016		COMMO	N STOCK	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
	NT / N		DMC	
Part II Organiza	N/A	h additional	RNST	N/A See back of form for additional questions.
				late against which shareholders' ownership is measured for
-				ate against which shareholders ownership is measured for
the action ► <u>SEE</u>	ATTACHMENT			
	testing offerst of the same			with in the bands of a LLC townships on an adjustment new
				urity in the hands of a U.S. taxpayer as an adjustment per
share or as a perce	entage of old basis SI	EE ATTAC	HMENT	
16 Describe the calcul	ation of the change in b	asis and the	data that supports the calc	ulation, such as the market values of securities and the
valuation dates 🕨	SEE ATTACHMENT			
-				

For Paperwork Reduction Act Notice, see the separate Instructions.

Form 8	8937 (Re	<i>v</i> . 12-2011)			Page 2
Par	: 11	Organizational Action (continued)			
17		applicable Internal Revenue Code section(eatment is based ►	· SEE ATTACHMENT
18	Can an	y resulting loss be recognized? ► SEE A	ATTACHMENT		
10	Provide	any other information necessary to implem	pont the adjustment such as the reportable	tax yoar N CEE	<u>ᠵ</u> ᠇᠋ᠬ᠇᠈ᡣ᠋᠋᠋᠋ᢧᢧᢑᡕᠠ᠋᠇
19	FIOVICE	any other mormation necessary to implem	ient the adjustment, such as the reportable		ATTACHMENT
	Unde	er penalties of perjury, I declare that I have exar	nined this return, including accompanying sche	dules and statements,	and to the best of my knowledge and
Sian		f, it is true, correct, and complete. Declaration of	preparer (other than oncer) is based on all into	mation of which prepa	rer has any knowledge.
Sign Here					
	Sign	ature		Date ►	
	Print	your name 🕨		Title ►	
Paic		Print/Type preparer's name	Preparer's signature	Date	Check if PTIN
	barer	ROBERT PARKER, CPA			self-employed P00868782
	Only	Firm's name ► CROWE HORWATH I			Firm's EIN ► 35-0921680
		FIRM'S ADDRESS - 720 COOL SPRINGS B	OULEVARD, SUITE 600, FRANKLIN, 1	I'N 37067	Phone no.615-360-5500

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054

Attachment to Form 8937 Report of Organizational Actions Affecting Basis of Securities Renasant Corporation FEIN: 64-0676974

Part II, Line 14

Renasant Corporation ("Renasant") acquired KeyWorth Bank ("KeyWorth") through a merger transaction and KeyWorth simultaneously merged into Renasant effective April 1, 2016.

Part II, Line 15

Pursuant to the agreement and plan of merger, each share of KeyWorth common stock was exchanged for 0.4494 shares of Renasant common stock, plus cash in lieu of fractional shares.

The merger qualified as a tax-free reorganization under Section 368 of the Internal Revenue Code. As such, the federal income tax consequences to former KeyWorth shareholders are determined under Code Sections 354, 356, 358, and 1221. KeyWorth shareholders who received shares of Renasant common stock should not recognize any gain or loss, except with respect to the cash they may have received in lieu of a fractional share. Each KeyWorth shareholder's total tax basis in Renasant common stock will be the same as such shareholder's total tax basis in the KeyWorth common stock surrendered in the merger transaction, less any cash received plus any gain recognized.

Part II, Line 16

The acquisition of KeyWorth by Renasant on April 1, 2016 qualified as a tax-free reorganization within the meaning of Section 368(A) of the Internal Revenue Code. Therefore, the federal income tax consequences of the KeyWorth shareholders are determined under Code Sections 354, 356, 358, and 1221.

Where the consideration provided in the agreement and Plan of Merger is limited solely to Renasant stock, no gain or loss should be recognized by the KeyWorth shareholders related to the merger transaction.

Former KeyWorth shareholders will maintain their historical aggregate tax basis in their newly issued Renasant shares. For share by share basis, shareholders should consult their tax advisors. KeyWorth shareholders who received cash in lieu of whole or fractional shares of Renasant common stock will be treated as having received whole or fractional shares in the merger and then as having exchanged the shares for cash. These holders will generally recognize gain or loss equal to the difference between the tax basis allocable to the whole or fractional shares and the amount of cash received.

Part II, Line 17

Tax treatment of the merger is based on the following Internal Revenue Code (IRC) sections and subsections as more fully discussed below: 368(A), 354, 356, 358, and 1221.

Part II, Line 18

KeyWorth shareholders who receive cash in lieu of fractional shares of Renasant common stock will be treated as having received the fractional shares in the merger and then as having exchanged the fractional shares for cash. These holders will generally recognize gain or loss equal to the difference between the tax basis allocable to the fractional shares and the amount of cash received. The deductibility of capital losses is subject to limitation. Shareholders should consult their tax advisor for individual tax impact.

Part II, Line 19

The reportable tax year of the adjustment to the basis of the securities as a result of the organizational action is the shareholder's tax year that includes April 1, 2016.