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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15 (d) of The Securities Exchange Act of 1934

August 1, 2006
Date of Report (Date of Earliest Event Reported)

RENASANT CORPORATION

(Exact Name of Registrant as Specified in its Charter)

Mississippi
(State or Other Jurisdiction of Incorporation)

000-12154
(Commission File Number)

64-0676974
(I.R.S. Employer Identification Number)

209 Troy Street, Tupelo, Mississippi 38802-0709
(Address of Principal Executive Offices)(Zip Code)

Registrant's Telephone Number, including area code: (662) 680-1001

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01 Regulation FD Disclosure.

On August 2, 2006, Executive Officers of Renasant Corporation (the "Company") will be meeting with analysts and presenting at the Keefe, Bruyette & Woods 2006 Honor Roll and Seventh Annual Community Bank Investor Conference in New York, NY. The power point presentation, which is attached as Exhibit 99.1 to this report, includes background, financial and strategic information about the Company, and will be presented at the conference.

The information contained in the power point presentation attached hereto is being furnished and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liability of that Section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) The following exhibits are furnished herewith:

<u>Exhibit No.</u>	<u>Description</u>
99.1	Renasant Corporation presentation for Keefe, Bruyette & Woods 2006 Honor Roll and Seventh Annual Community Bank Investor Conference.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

RENASANT CORPORATION

Date: August 1, 2006

By: /s/ E. Robinson McGraw
E. Robinson McGraw
Chairman, President and Chief Executive Officer



**Keefe, Bruyette & Woods
Investor Conference Presentation**

This presentation may contain forward-looking statements regarding Renasant Corporation. All forward-looking statements involve risk and uncertainty and actual results could differ materially from the anticipated results or other expectations expressed in the forward-looking statements. A discussion of factors that could cause actual results to differ materially from those expressed in the forward-looking statements is included in the Company's filings with the United States Securities and Exchange Commission.

Renasant Corporation Background

- ❑ NASDAQ Global Select Market
- ❑ 102 Year Old Community Bank



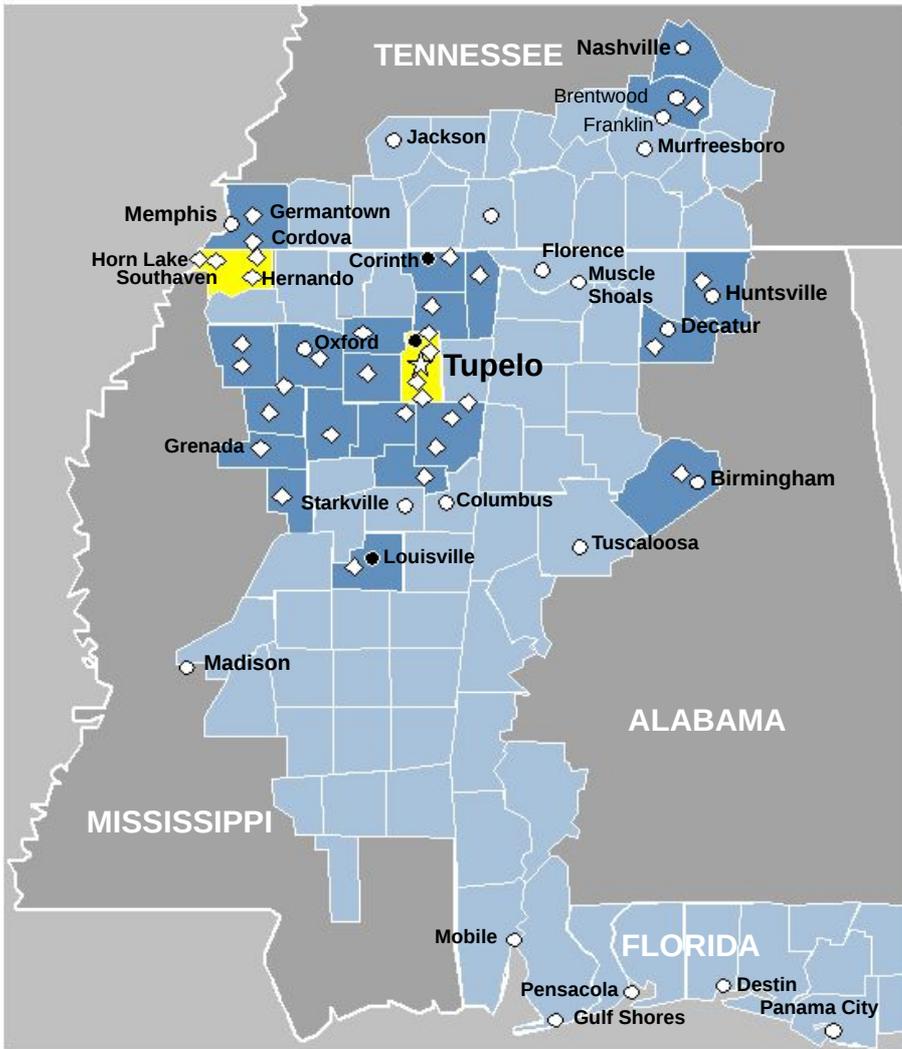
Profile

- ❑ **Parent of Renasant Bank, and Renasant Insurance**
- ❑ **\$2.5 billion in assets**
- ❑ **Operate 61 banking and insurance offices in 38 cities in Mississippi, Tennessee and Alabama**
- ❑ **Insurance agency - \$35 million annual P & C and Life premium**
- ❑ **Mortgage Lending Division - Over \$400 million annual originations**
- ❑ **Wealth Management Division - Over \$450 million assets under management**
- ❑ **Recent Acquisitions: Renasant Bancshares, July 2004; Heritage Financial Holding Corporation, January 2005**

Key Investment Points

- Attractive Markets**
- Solid Financial Performance**
- Quality Credit**
- Prudent Growth Strategies**
- Capable Management Team**

Attractive Markets



 **Pre 2004 Key Markets**

 **Renasant Bank Offices**

 **Current Market**

 **Target Market**

 **Corporate Headquarters**

 **Renasant Insurance Offices**



Attractive Markets

Pre 2004

<u>Key Markets</u>	<u>Available Deposits</u>	<u>Market Growth</u>	<u>Market Share</u>
Tupelo	1.3 Billion	8%	22%
DeSoto County	<u>1.2 Billion</u>	8%	5%
Total	2.5 Billion		

Attractive Markets

Acquisitions

2004 Renasant Bancshares
Assets: \$226 Million
Deposits: \$185 Million
Loans: \$172 Million
Offices: Germantown, Cordova, TN



2005 Heritage Financial Holding Corporation
Assets: \$540 Million
Deposits: \$381 Million
Loans: \$391 Million
Offices: Birmingham (3), Huntsville (2), Decatur (3), Alabama



De Novo

2005 Nashville, TN - Limited Service Bank
2005 Oxford, MS – Full Service Bank
2005 East Memphis – Full Service Bank
2006 Collierville – Full Service Bank



Attractive Markets

Current

<u>Key Markets</u>	<u>Available Deposits</u>	<u>Deposit Growth</u>	<u>Deposit Share</u>
Tupelo	1.3 Billion	8%	24%
DeSoto County	1.2 Billion	8%	5%
Birmingham	14.7 Billion	8%	1%
Decatur	1.1 Billion	3%	13%
Huntsville/Madison	5.5 Billion	8%	3%
Germantown	1.3 Billion	10%	15%
Oxford	.5 Billion	12%	0%
Collierville	.5 Billion	10%	0%
Memphis/Cordova	21 Billion	10%	0%
Nashville/Brentwood	<u>13.5 Billion</u>	11%	0%
Total	60.6 Billion		

Alabama

Birmingham -

- 3.1% Unemployment Rate
- 6.3% and 10.4% growth in income and housing over the past quarter on record
- 10th Hottest Location for Business Expansion in the U.S.



Huntsville -

- Salaries.com listed as best value for salaries and cost of living
- #1 Mid-market in the south - Southern Business & Development Magazine
- B.R.A.C. – 4,000 Military / 10,000 Civilian Families to relocate here



Decatur -

- Home to 20 fortune 500 Companies
- BRAC to relocate here as well

Tennessee

Memphis -

- Ranked #7 for hottest cities for business expansion and #7 for real estate markets by Expansion Management Magazine
- 10 Renasant locations within Memphis MSA
- Key distribution hub of the mid-south as well as the entire nation



Nashville -

- Major companies relocating headquarters to this region
- Hottest city for business expansion 2 years in a row by Expansion Management Magazine
- Over 401 major business relocations over the past 3 years



Attractive Markets

Mississippi

DeSoto County -

- Fastest growing county in Mississippi
- Highest median household income in the State



Oxford -

- One of the nation's hottest real estate markets
- Average home valued at \$214,000



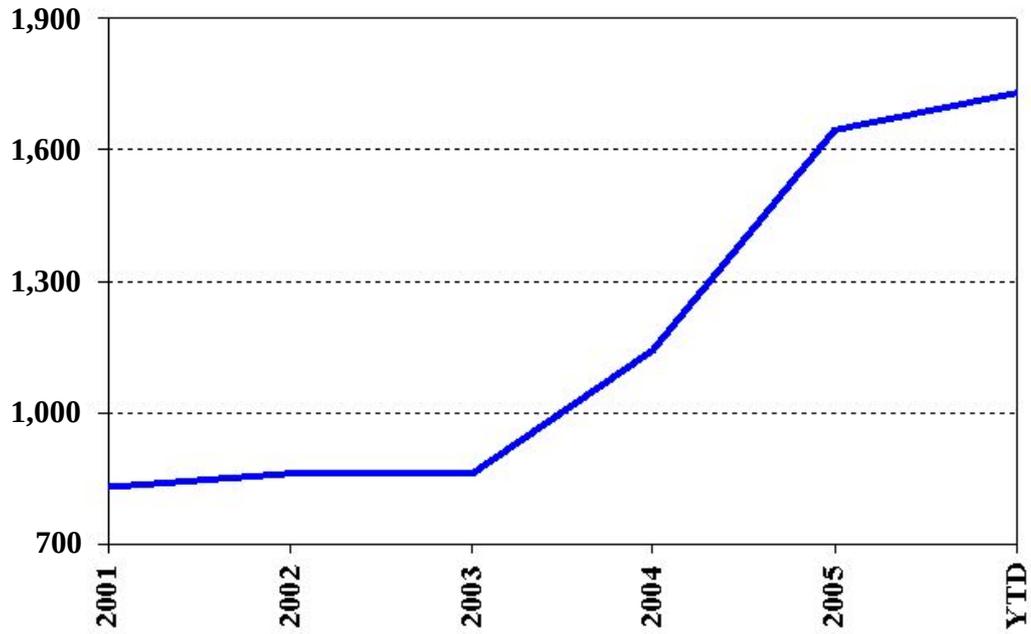
Tupelo -

- Ranked 2nd in the Nation as "most active micropolitan area for new and expanding industries."



Solid Financial Performance: Loan Growth

Total Loans (\$ Millions)



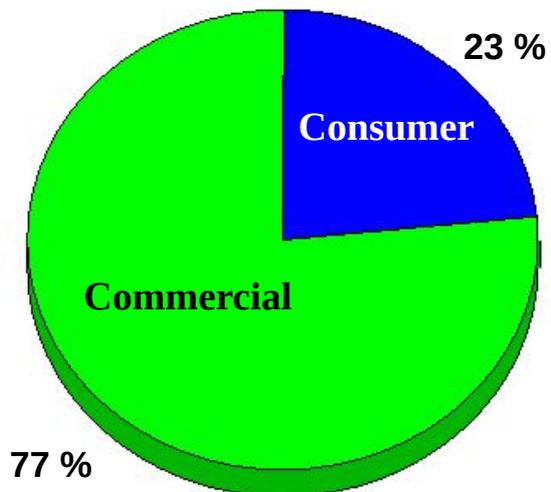
Does not include mortgage loans held for sale.
Year to date as of 6/30/06.

Loan Growth by Market

<u>State</u>	<u>Trailing 12 Month Loan Growth</u>
Tennessee	\$86 Million
Mississippi	\$18 Million
<u>Alabama</u>	<u>\$33 Million</u>
Total Growth	\$137 Million

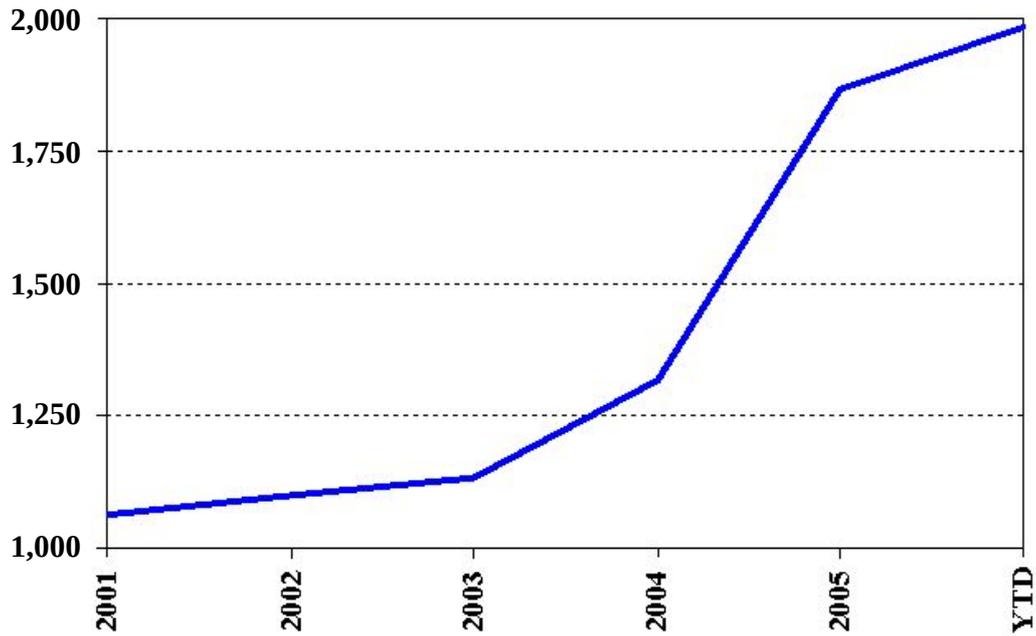
Solid Financial Performance

Loan Composition – June 2006



Solid Financial Performance: Deposit Growth

Total Deposits (\$ Millions)



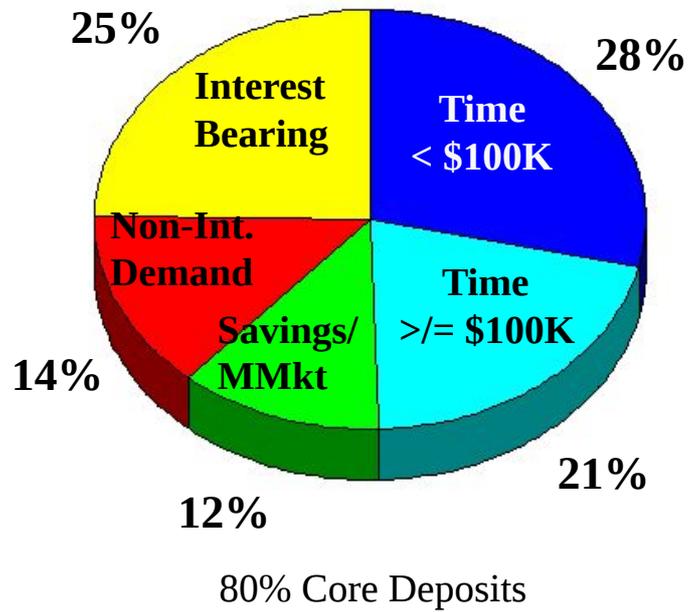
Year to date as of 6/30/06.

Deposit Growth by Market

<u>State</u>	<u>Trailing 12 Month Deposit Growth</u>
Tennessee	\$58 Million
Mississippi	\$133 Million
<u>Alabama</u>	<u>\$28 Million</u>
Total Growth	\$219 Million

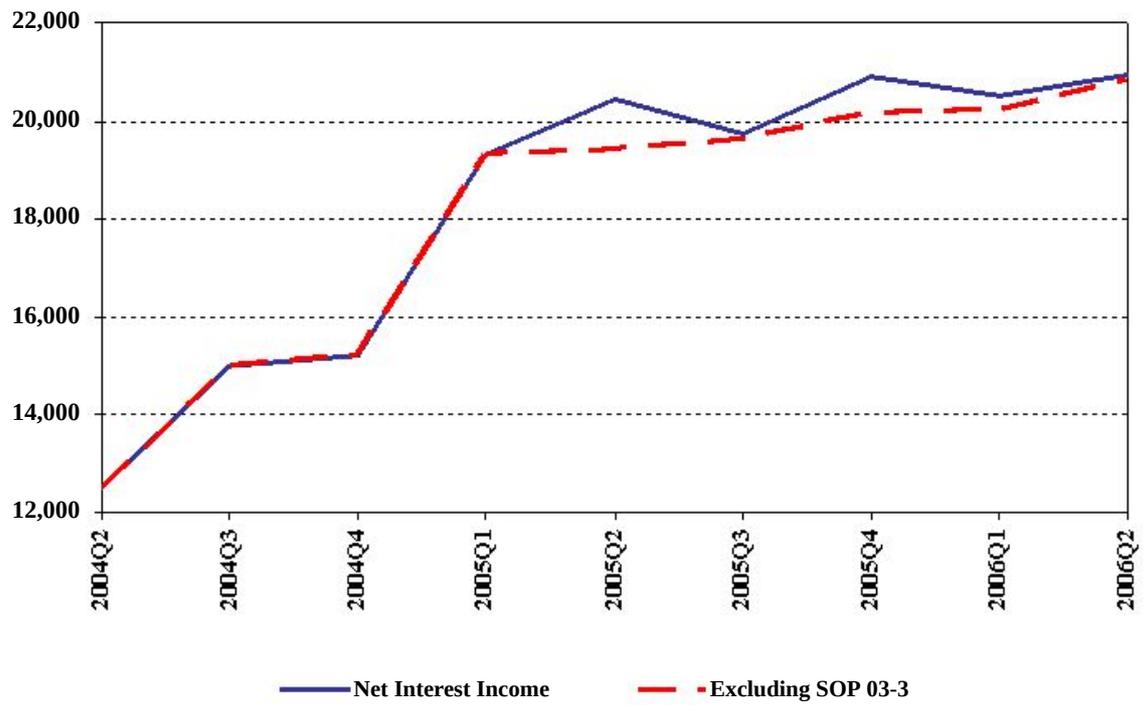
Solid Financial Performance

Deposit Composition – June 2006

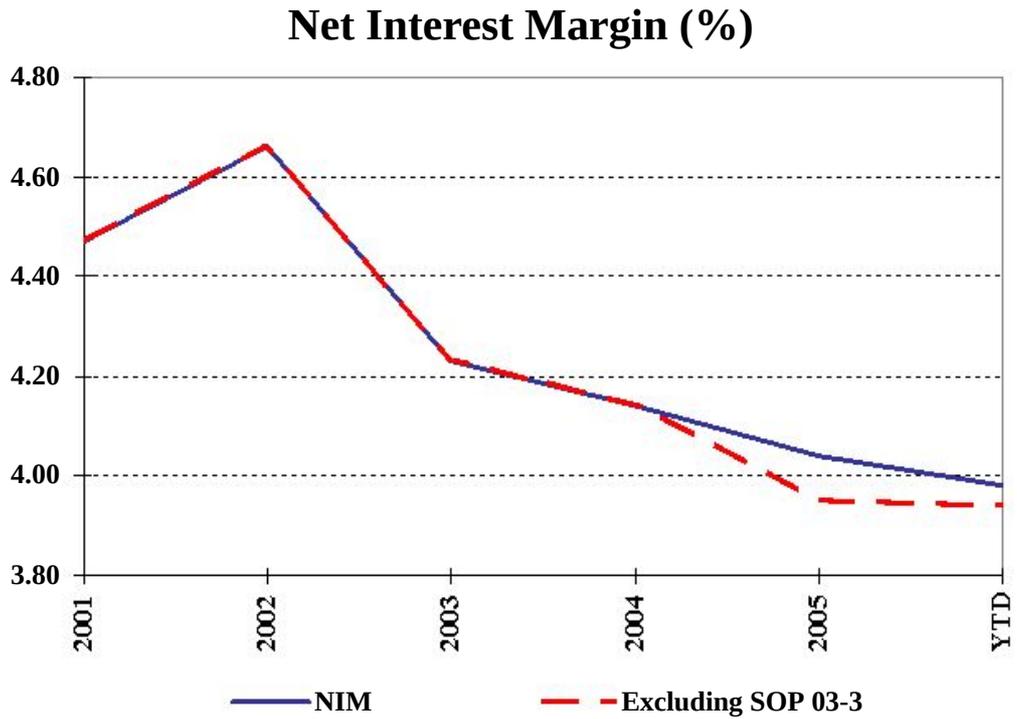


Solid Financial Performance: Growing Net-Interest Income

Quarterly Net-Interest Income (\$000)



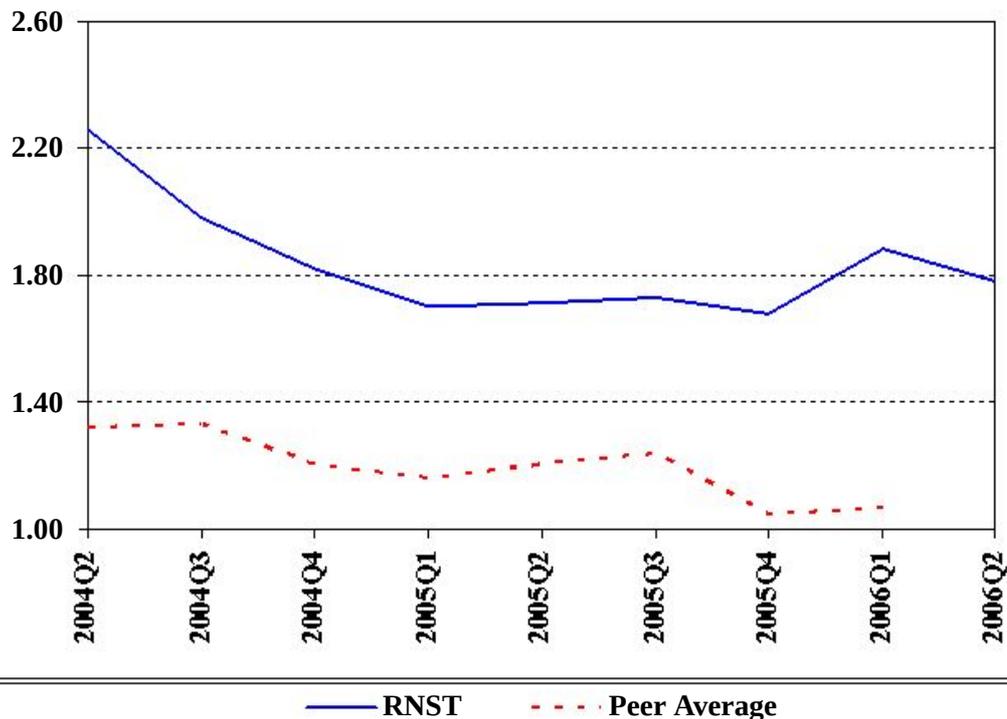
Solid Financial Performance: Net Interest Margin



Year to date for the six months ended 6/30/06.

Solid Financial Performance: Non-Interest Income /Average Assets

Non-Interest Income /Average Assets (%) - Annualized



Source: SNL Financial and Company reports.

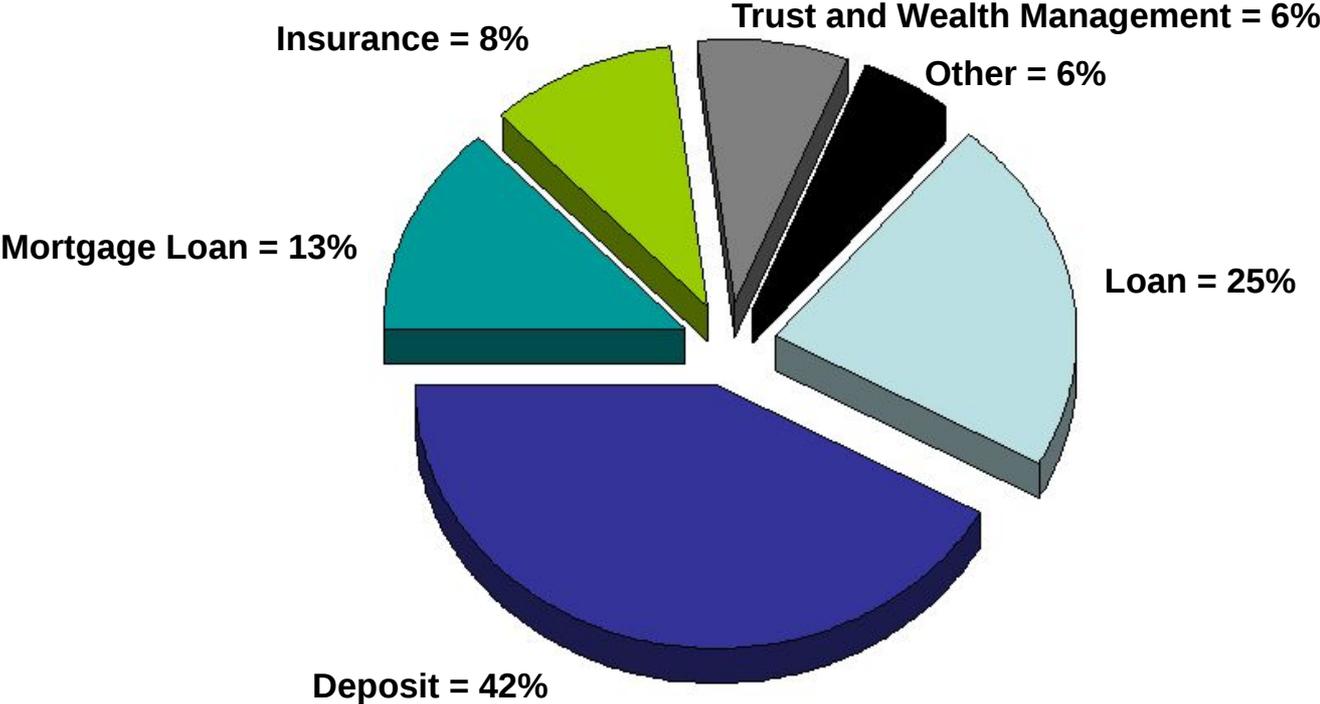
Peer group includes publicly traded banks headquartered in AL, AR, FL, GA, LA, MS and TN with assets between \$1 billion and \$10 billion, excluding merger targets.

Solid Financial Performance: Fee Income Opportunity

2006 Non Interest Income / Average Assets

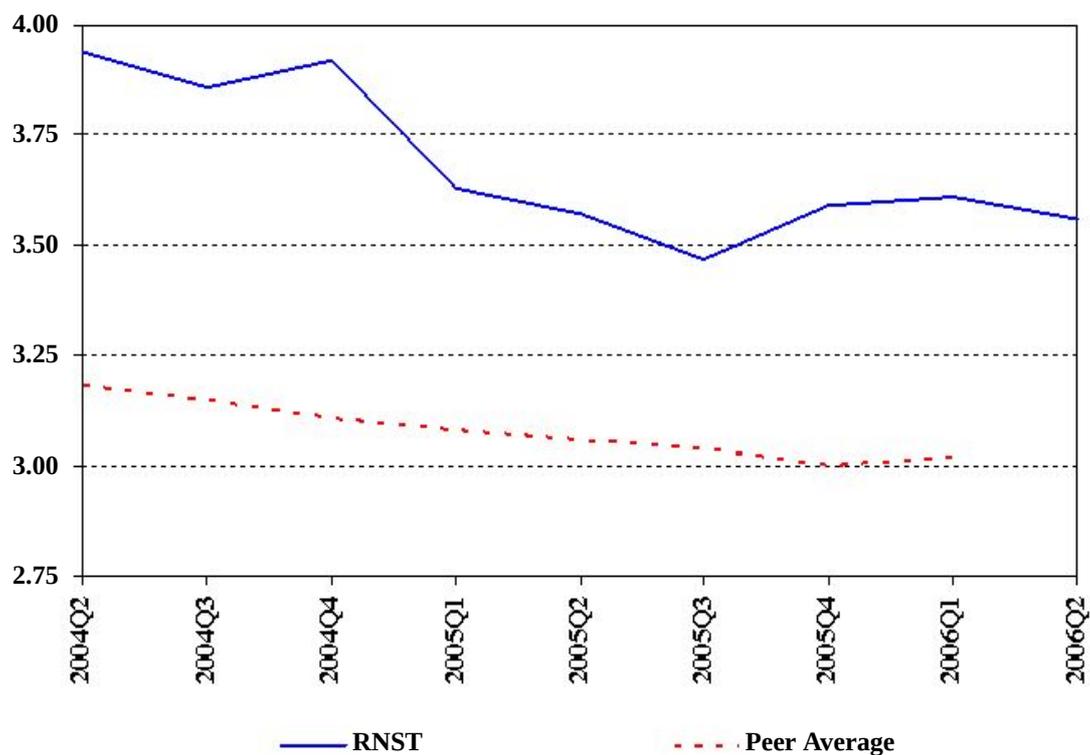
Mississippi Division	3.23%
Tennessee Division	0.28%
Alabama Division	1.46%

Solid Financial Performance: Fee Income Composition



Solid Financial Performance: Non-Interest Expense /Average Assets

Non-Interest Expense /Average Assets (%) - Annualized

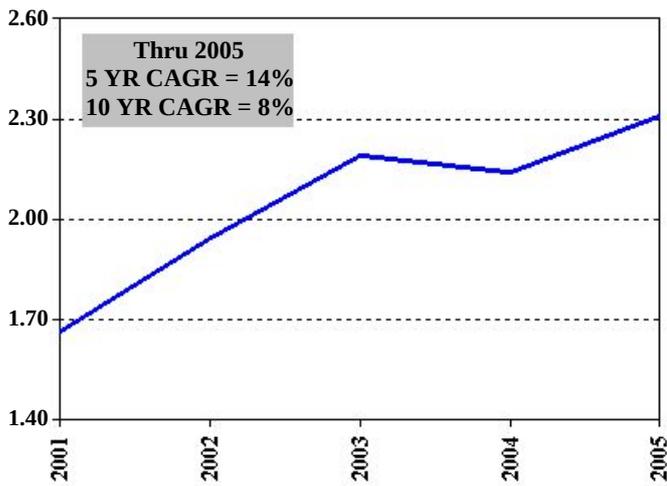


Source: SNL Financial and Company reports.

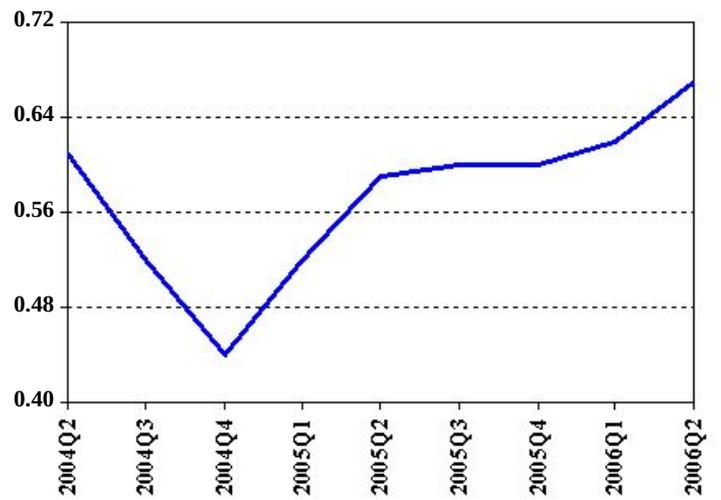
Peer group includes publicly traded banks headquartered in AL, AR, FL, GA, LA, MS and TN with assets between \$1 billion and \$10 billion, excluding merger targets.

Solid Financial Performance: Improving Trend in EPS

Annual Earnings per Share (\$)

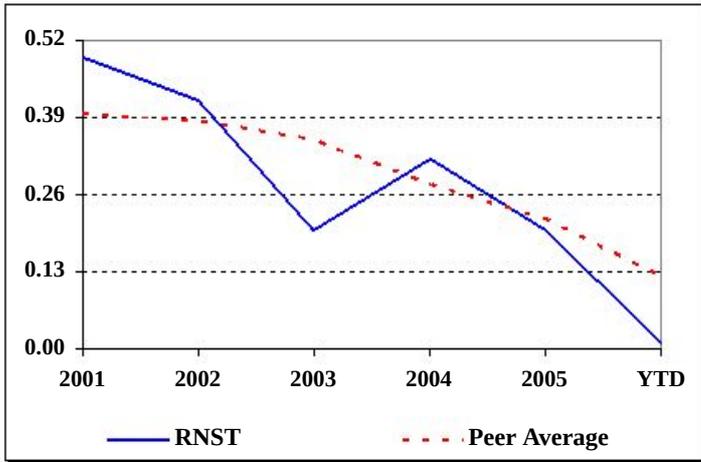


Quarterly Earnings per Share (\$)

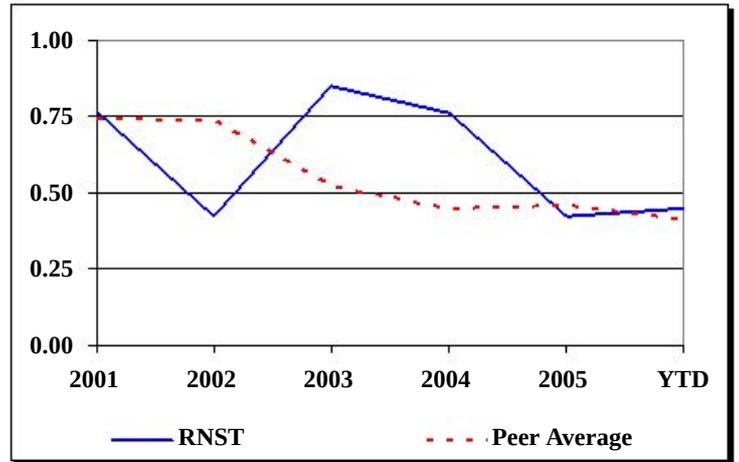


Quality Credit

NCOs / Avg Loans (%)

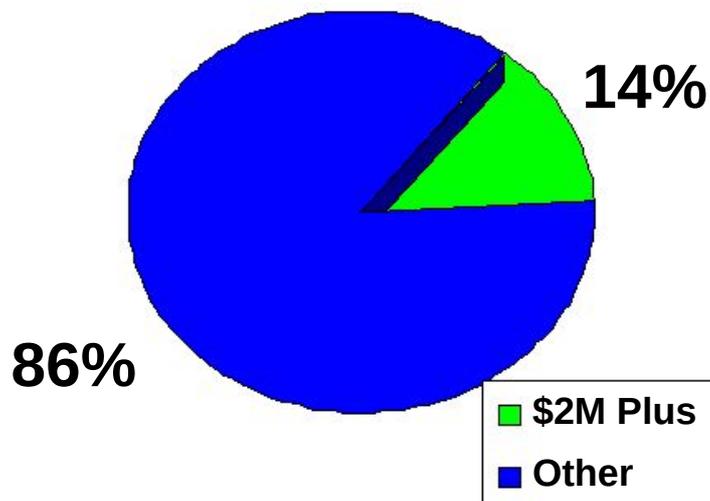


NPLs + 90 / Loans (%)



Source: SNL Financial and Company reports.
 Peer group includes publicly traded banks headquartered in AL, AR, FL, GA, LA, MS and TN with assets between \$1 billion and \$10 billion, excluding merger targets.
 Net charge off data annualized.
 RNST year to date as of or for the six months ended 6/30/06. Peer data year to date as of or for the three months ended 3/31/06.

Outstanding Loan Concentration for June 2006



Largest Loan Outstanding to One Borrower - \$13.5 million

Average Loan over \$2 million - \$3.5 million

Average Commercial Credit - \$168,250

Prudent Growth Strategies

Loans

- Key Hires of Commercial Relationship Officers
- HELOC referrals from Mortgage Lending Division

Core Deposits

- High Performance Business and Consumer Checking
- Renasant Relationship Account
- Cash Management Services

Wealth Management

- Expanding Private Client Financial Services Center- One Stop Shop staffed with CPA, CFP, Trust Relationship Officer, and Lender
- Expand Renasant Financial Services – Retail Investment Sales

Mortgage Lending

- Expanding wholesale in Memphis and Nashville
- Expanding retail in Memphis, Birmingham and Nashville

Insurance

- Strategic Alliances
- Bank Integration

Prudent Growth Strategies

De Novo Plans

- **Birmingham, AL** **2007**
- **Huntsville, AL** **2007**
- **Oxford, MS** **2007**
- **Nashville, TN** **2007**

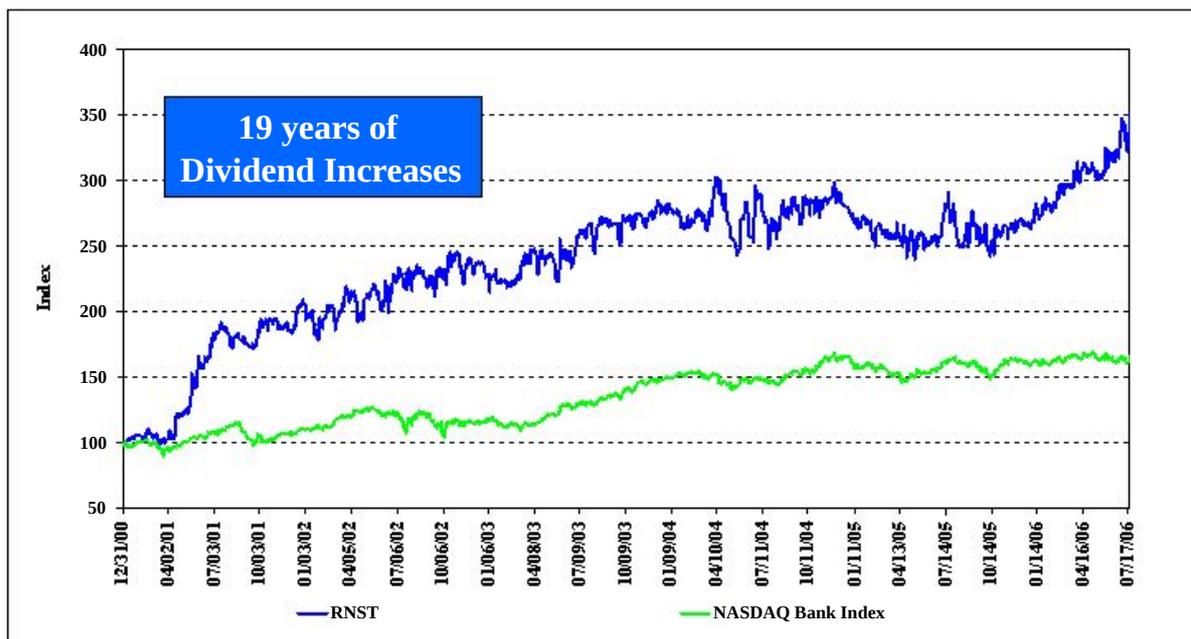


Capable Management Team

<u>Name</u>	<u>Title</u>	<u>Experience</u>
E. Robinson McGraw	Chairman and CEO –Renasant Bank & Renasant Corporation	36 years
Frank Cianciola	President- Renasant Tennessee	29 years
Steve Corban	Senior Executive Vice President- General Counsel	25 Years
Jim Gray	Senior Executive Vice President-CIO	27 years
Stuart Johnson	Senior Executive Vice President-CFO	28 years
Harold Livingston	Senior Executive Vice President- Chief Credit Officer	33 years
Larry Mathews	President-Renasant Alabama	29 years
Claude Springfield, III	Senior Executive Vice President- Chief Credit Policy Officer	36 years
<u>Mitch Waycaster</u>	President- Renasant Mississippi	26 years
	Average Years of Experience	30 years

Price Performance and Shareholder Return

	Since 12/31/2000		Dividend Yield
	Price Performance	Total Return ⁽¹⁾	
RNST	251 %	308 %	2.18 %
NASDAQ Bank Index	66	83	2.34



Source: Bloomberg.
 Data as of 7/19/06.
 Prices are adjusted for stock splits and dividends.
 (1) Includes reinvestment of dividends.

Fair Valuation

	<u>Est 2006 GAAP P/E</u>	<u>Est 2006 Cash P/E</u>	<u>Price / Book</u>	<u>Dividend Yield</u>
RNST	16.7 x	16.1 x	181 %	2.2 %
Peer Average	16.8	16.3	209	1.9

Source: SNL Financial.
Pricing data as of 7/19/06.

Earnings estimates are consensus of Wall Street analysts' estimates as compiled by First Call.

Cash basis ratios calculated by adding back latest quarter before-tax amortization annualized.

Peer group includes publicly traded banks headquartered in AL, AR, FL, GA, LA, MS and TN with assets between \$1 billion and \$10 billion, excluding merger targets.

Key Investment Points

- ❑ **Attractive Markets**
- ❑ **Solid Financial Performance**
- ❑ **Quality Credit**
- ❑ **Prudent Growth Strategies**
- ❑ **Capable Management Team**



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