

HASTON RICHARD T
Form 4
March 07, 2011

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
HASTON RICHARD T

2. Issuer Name and Ticker or Trading Symbol
CADENCE FINANCIAL CORP
[CADE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
P. O. BOX 1187
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/04/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, CFO & Treasurer

STARKVILLE, MS 39760

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Cadence Financial Corporation Common Stock	03/04/2011	03/04/2011	D	266.6981	D 2.5 0 (4)	I	By Employee Benefit Plan
Cadence Financial Corporation Common Stock	03/04/2011	03/04/2011	D	7,818.4229	D 2.5 0 (5)	I	By Employee 401K Plan
Cadence Financial	03/04/2011	03/04/2011	D	367.29	D \$ 0 2.5	I	By Wife's IRA

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Corporation Common Stock											(6)
Cadence Financial Corporation Common Stock	03/04/2011	03/04/2011	D	3,666.38	D	\$	2.5	0	I	By IRA	(7)
Cadence Financial Corporation Common Stock	03/04/2011	03/04/2011	D	4,573.3343	D	\$	2.5	0	D		(8)

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

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(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 Securities (Instr. 3 and 4)	Amount or Number of Shares	
						Date Exercisable	Expiration Date	Title	
Employee Stock Option Right to Buy	\$ 20.75	03/04/2011	03/04/2011	D	8,666	06/13/2002	06/12/2011	common stock	8,666
Employee Stock Option Right to Buy	\$ 24.11	03/04/2011	03/04/2011	D	8,666	06/13/2003	06/12/2012	common stock	8,666
Employee Stock Option	\$ 25.2	03/04/2011	03/04/2011	D	8,667	05/01/2005	04/30/2014	common stock	8,667

Right to
Buy

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HASTON RICHARD T P. O. BOX 1187 STARKVILLE, MS 39760			EVP, CFO & Treasurer	

Signatures

Richard T. Haston	03/04/2011
<small>**Signature of Reporting Person</small>	<small>Date</small>

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) These options, which were fully vested, were cancelled in connection with the Merger in exchange for a cash payment of \$0.20 per share.
- (2) These options, which were fully vested, were cancelled in connection with the Merger in exchange for a cash payment of \$0.20 per share.
- (3) These options, which were fully vested, were cancelled in connection with the Merger in exchange for a cash payment of \$0.20 per share.
- (4) Disposed of in connection with the merger of the issuer with a subsidiary of Community Bancorp LLC pursuant to that certain agreement and plan of merger dated October 6, 2010, by and among the issuer, Community Bancorp LLC and Maroon Acquisition Corp. (the "Merger"), in exchange for the right to receive a cash payment equal to \$2.50 per share.
- (5) Disposed of in connection with the Merger of in exchange for the right to receive a cash payment equal to \$2.50 per share.
- (6) Disposed of in connection with the Merger of in exchange for the right to receive a cash payment equal to \$2.50 per share.
- (7) Disposed of in connection with the Merger of in exchange for the right to receive a cash payment equal to \$2.50 per share.
- (8) Disposed of in connection with the Merger of in exchange for the right to receive a cash payment equal to \$2.50 per share.

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.