

DAVIS JOHN ROBERT

Form 5

January 25, 2011

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
DAVIS JOHN ROBERT

(Last) (First) (Middle)

P. O. BOX 1187

(Street)

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

3. Statement of Issuer's Fiscal Year Ended
(Month/Day/Year)
01/25/2011

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Vice President

6. Individual or Joint/Group Reporting

(check applicable line)

STARKVILLE, MS 39760

(City) (State) (Zip)

____X____ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Cadence Financial Corporation Common Stock	01/25/2011	01/25/2011	J	12.1122 A \$ 0	2,380.65	I	By Employee Benefit Plan
Cadence Financial Corporation	01/25/2011	01/25/2011	J	523.4377 A \$ 0	4,546.17	I	By 401K Plan

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Common
Stock

Cadence
Financial

Corporation Â Â Â Â Â Â 799 I By Wife

Common
Stock

Cadence
Financial

Corporation Â Â Â Â Â Â 0 D Â

Common
Stock

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

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SEC 2270
(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)	8. Amount or Number of Shares
Employee Stock Options Right to Buy	\$ 20.75	Â	Â	Â	Â Â	Date Exercisable Expiration Date 06/13/2002 06/12/2011	common stock	4,666
Employee Stock Option Right to Buy	\$ 24.11	Â	Â	Â	Â Â	06/13/2003 06/12/2012	common stock	4,666
Employee Stock Option Right to Buy	\$ 25.2	Â	Â	Â	Â Â	05/01/2005 04/30/2014	common stock	4,667

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DAVIS JOHN ROBERT P. O. BOX 1187 STARKVILLE, MS 39760	^	^	^ Vice President	^

Signatures

John R. Davis 01/25/2011

 **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).

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure.
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