

DAVIS JOHN ROBERT  
Form 4  
March 07, 2011

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
DAVIS JOHN ROBERT

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)  
Vice President

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)	
			Code	V	Amount	(A) or (D)	Price	
Cadence Financial Corporation Common Stock	03/04/2011	03/04/2011	D		2,380.65	D	\$ 2.5 <u>(1)</u>	By Employee Benefit Plan
Cadence Financial Corporation Common Stock	03/04/2011	03/04/2011	D		4,546.17	D	\$ 2.5 <u>(2)</u>	By 401K Plan
Cadence Financial	03/04/2011	03/04/2011	D		799	D	\$ 2.5	By Wife

Corporation  
Common  
Stock

(3)

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

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SEC 1474  
(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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Options Right to Buy	\$ 20.75	03/04/2011	03/04/2011	D	4,666	06/13/2002 06/12/2011	common stock	4,666	
Employee Stock Option Right to Buy	\$ 24.11	03/04/2011	03/04/2011	D	4,666	06/13/2003 06/12/2012	common stock	4,666	
Employee Stock Option Right to Buy	\$ 25.2	03/04/2011	03/04/2011	D	4,667	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			Vice President	

STARKVILLE, MS 39760

## Signatures

John R. Davis

03/04/2011

\_\_Signature of  
Reporting Person

Date

## 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).

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.

(2) Disposed of in connection with the Merger of in exchange for the right to receive a cash payment equal to \$2.50 per share.

(3) Disposed of in connection with the Merger of in exchange for the right to receive a cash payment equal to \$2.50 per share.

(4) These options, which were fully vested, were cancelled in connection with the Merger in exchange for a cash payment of \$0.20 per share.

(5) These options, which were fully vested, were cancelled in connection with the Merger in exchange for a cash payment of \$0.20 per share.

(6) These options, which were fully vested, were cancelled in connection with the Merger in exchange for a cash payment of \$0.20 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.

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