

HASTON RICHARD T
 Form 5/A
 January 15, 2009

FORM 5

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

OMB APPROVAL
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 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

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

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 01/13/2009

P. O. BOX 1187
 (Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
 01/14/2009

6. Individual or Joint/Group Reporting
 (check applicable line)

STARKVILLE, MS 39760

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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) | Amount (A) or (D) | Price | 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 | | | | | | | 261.5845 | I | By Employee Benefit Plan |
| Cadence Financial Corporation Common | 01/13/2009 | 01/13/2009 | J | | 1,707.4254 | A \$ 0 | 5,226.2883 | I | By Employee 401K Plan |

Stock

Cadence
Financial
Corporation
Common
Stock

01/13/2009

01/13/2009

J

9.415 ⁽²⁾

A

\$ 0 359.415

I

By Wife's
IRA

Cadence
Financial
Corporation
Common
Stock

Â

Â

Â

Â

Â

Â 3,601.35

I

By IRA

Cadence
Financial
Corporation
Common
Stock

01/13/2009

01/13/2009

J

224.3966
(3)

A

\$ 0 4,481.5769

D

Â

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|---|---|-------------------------------|
| Employee Stock Option Right to Buy | \$ 20.75 | Â | Â | Â | Â Â | Date Exercisable: 06/13/2002 Expiration Date: 06/12/2011 | common stock | 8,666 |
| Employee Stock Option Right to Buy | \$ 24.11 | Â | Â | Â | Â Â | Date Exercisable: 06/13/2003 Expiration Date: 06/12/2012 | common stock | 8,666 |

