

ABERNATHY MARK A  
Form 4  
March 01, 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 \*  
ABERNATHY MARK A

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)  
03/01/2011

Director  10% Owner  
 Officer (give title below)  Other (specify below)

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	(D)	Price			
Cadence Financial Corporation Common Stock	01/28/2010	01/28/2010	J	V	0.15	D	\$ 0	14,999.85	I	By IRA
Cadence Financial Corporation Common Stock	02/28/2011	02/28/2011	S		900	D	\$ 2.49	14,099.85	I	By IRA
Cadence Financial								4,725	I	By Wife-Investment

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Corporation Common Stock									Trust
Cadence Financial Corporation Common Stock							797.84	I	By Employee Benefit Plan
Cadence Financial Corporation Common Stock							12,839.24	I	By Employee 401K Plan
Cadence Financial Corporation Common Stock	02/28/2011	02/28/2011	S	600	D	\$ 2.49	13,499.85	I	By IRA
Cadence Financial Corporation Common Stock	02/28/2011	02/28/2011	S	500	D	\$ 2.49	12,999.85	I	By IRA
Cadence Financial Corporation Common Stock	02/28/2011	02/28/2011	S	12	D	\$ 2.49	12,987.85	I	By IRA
Cadence Financial Corporation Common Stock	02/28/2011	02/28/2011	S	5,000	D	\$ 2.49	7,987.85	I	By IRA
Cadence Financial Corporation Common Stock	02/28/2011	02/28/2011	S	1,000	D	\$ 2.49	6,987.85	I	By IRA
Cadence Financial Corporation Common Stock	02/28/2011	02/28/2011	S	500	D	\$ 2.49	6,487.85	I	By IRA
Cadence Financial Corporation	02/28/2011	02/28/2011	S	700	D	\$ 2.49	5,787.85	I	By IRA

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Common Stock										
Cadence Financial Corporation Common Stock	02/28/2011	02/28/2011	S	1,487	D	\$ 2.49	4,300.85	I		By IRA
Cadence Financial Corporation Common Stock	02/28/2011	02/28/2011	S	1,000	D	\$ 2.49	3,300.85	I		By IRA
Cadence Financial Corporation Common Stock	02/28/2011	02/28/2011	S	500	D	\$ 2.49	2,800.85	I		By IRA
Cadence Financial Corporation Common Stock	02/28/2011	02/28/2011	S	500	D	\$ 2.49	2,300.85	I		By IRA
Cadence Financial Corporation Common Stock	02/28/2011	02/28/2011	S	500	D	\$ 2.49	1,800.85	I		By IRA
Cadence Financial Corporation Common Stock	02/28/2011	02/28/2011	S	1,800	D	\$ 2.49	0.85	I		By IRA

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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. P. Deriv. Secur. (Instr. 3 and 4)
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(A) or  
Disposed  
of (D)  
(Instr. 3,  
4, and 5)

			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 20.75						06/13/2002	06/12/2011	common stock	13,333
Right to Buy										
Employee Stock Option	\$ 24.11						06/13/2003	06/12/2012	common stock	13,333
Right to Buy										
Employee Stock Option	\$ 25.2						05/01/2005	04/30/2014	common stock <u>(1)</u>	13,333
Right to Buy										

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ABERNATHY MARK A P. O. BOX 1187 STARKVILLE, MS 39760		X		

## Signatures

Mark Abernathy                      02/28/2011  
 \*\*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).
- (1) All options are vested.

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.