

FEDERAL DEPOSIT INSURANCE CORPORATION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): January 16, 2024

CADENCE BANK

(Exact name of registrant as specified in its charter)

Mississippi 11813 64-0117230  
(State or other jurisdiction of incorporation) (FDIC Certificate No.) (IRS Employer Identification No.)

One Mississippi Plaza 38804  
201 South Spring Street  
Tupelo, Mississippi

Tupelo (Address of principal executive offices) (Zip Code)

(662) 680-2000  
Registrant's telephone number, including area code

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock, \$2.50 par value per share	CADE	New York Stock Exchange
Series A Preferred Stock, \$0.01 par value per share	CADE-PrA	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On January 16, 2024, Kathy N. Waller notified the Board of Directors (the “Board”) of Cadence Bank (the “Company”) of her decision not to stand for re-election as a Class I director of the Company upon the expiration of her current term, which expires at the Company’s 2024 annual meeting of shareholders. The decision by Ms. Waller not to stand for re-election was not a result of any disagreement with the Board or management of the Company.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: January 19, 2024

**CADENCE BANK**

By: /s/ Cathy S. Freeman

Name: Cathy S. Freeman

Title: Senior Executive Vice President  
and Chief Administrative  
Officer