MCCABE ROBERT A JR
Form 4
August 18, 2011

FORM 4

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

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

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 Number: 3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MCCABE ROBERT A JR

(Last) (First) (Middle)

150 THIRD AVENUE SOUTH, SUITE 900

(Street)

NASHVILLE, TN 37201

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
PINNACLE FINANCIAL PARTNERS INC [PNFP]

3. Date of Earliest Transaction (Month/Day/Year)
08/16/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
_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 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			
PNFP Common Stock	08/16/2011		A		26,122 (1)	A	$ 0	335,338	D	
PNFP Common Stock	08/16/2011		A		8,707 (2)	A	$ 0	344,045	D	
Salary Stock Units								7,148	D	
PNFP								146,511	I	IRA

Common Stock			
PNFP Common Stock	15,260	I	401(k)
PNFP Common Stock	2,370	I	IRA-Spouse
PNFP Common STock	2,652	I	Spouse
PNFP Common Stock	184	I	Daughter
PNFP Common Stock	159	I	Daughter

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

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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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

MCCABE ROBERT A JR 150 THIRD AVENUE SOUTH SUITE 900 NASHVILLE, TN 37201	X	CHAIRMAN

Signatures

/s/ Robert A. McCabe, Jr.	08/18/2011
**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).

(1) Shares of restricted stock for which the forfeiture restrictions lapse 20% on the first anniversary of the date of grant and 40% each anniversary thereafter so long as the issuer has net income greater than $0 for the fiscal year immediately preceding the vesting date.

(2) Shares of restricted stock for which the restrictions lapse ratably over a period of three years (but not earlier than two years from the date of grant), subject to the issuer achieving certain predetermined pre-tax net income and soundness thresholds for each of the 2011, 2012, and 2013 fiscal years, or, in the event that a threshold is not achieved in a particular fiscal year, certain cumulative thresholds for the 2011-2013 fiscal years.

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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