

HOME BANCSHARES INC
Form 4
January 27, 2016

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 *
ALLISON JOHN W

2. Issuer Name and Ticker or Trading Symbol
HOME BANCSHARES INC
[HOMB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
P.O. BOX 966
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/25/2016

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

CONWAY, AR 72033

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

(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) | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock - Restricted | 01/25/2016 | | A | | 70,000 (1) \$ 0 | 143,333 (2) (3) (4) (5) | D |
| Common Stock | 01/25/2016 | | A | | 5,000 \$ 0 | 3,746,012 (2) | D |
| Common Stock | 01/25/2016 | | M | | 88,957 \$ 5.54 | 3,834,969 | D |
| Common Stock | 01/25/2016 | | M | | 712 \$ 3.92 | 3,835,681 | D |
| Common Stock | 01/25/2016 | | M | | 712 \$ 4.21 | 3,836,393 | D |

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| | | | | | | | | |
|--------------|------------|---|--------|---|----------|--------------------------|---|-------------------|
| Common Stock | 01/25/2016 | M | 712 | A | \$ 4.92 | 3,837,105 | D | |
| Common Stock | 01/25/2016 | M | 712 | A | \$ 5.33 | 3,837,817 | D | |
| Common Stock | 01/25/2016 | F | 14,825 | D | \$ 34.13 | 3,822,992 | D | |
| Common Stock | | | | | | 6,774,818 ⁽⁶⁾ | I | By 401(k) |
| Common Stock | | | | | | 33,664 | I | By Capital Buyers |
| Common Stock | | | | | | 8,136 | I | By IRA |
| Common Stock | | | | | | 427,680 | I | By wife |

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

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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 Security (Instr. 3 and 4) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Performance Stock Option | \$ 5.54 | 01/25/2016 | | M | 88,957 | 01/01/2010 | 03/13/2016 | Common Stock | 88,957 |
| Stock Option | \$ 3.92 | 01/25/2016 | | M | 712 | ⁽⁷⁾ | ⁽⁷⁾ | Common Stock | 712 |
| Stock Option | \$ 4.21 | 01/25/2016 | | M | 712 | ⁽⁸⁾ | ⁽⁸⁾ | Common Stock | 712 |
| Stock Option | \$ 4.92 | 01/25/2016 | | M | 712 | ⁽⁹⁾ | ⁽⁹⁾ | Common Stock | 712 |
| Stock Option | \$ 5.33 | 01/25/2016 | | M | 712 | ⁽¹⁰⁾ | ⁽¹⁰⁾ | Common Stock | 712 |

| | | | | Stock | |
|--------------|----------|------|-----------------------|--------------|------|
| Stock Option | \$ 8.54 | (11) | 01/17/2018 | Common Stock | 35,6 |
| Stock Option | \$ 8.6 | (12) | 01/09/2018 | Common Stock | 4,7 |
| Stock Option | \$ 10.16 | (13) | 01/18/2017 | Common Stock | 47,5 |
| Stock Option | \$ 17.25 | | 01/18/2014 01/17/2023 | Common Stock | 50,0 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------|-------|
| | Director | 10% Owner | Officer | Other |
| ALLISON JOHN W P.O. BOX 966 CONWAY, AR 72033 | X | | Chairman | |

Signatures

/s/ John W. Allison by Jennifer C. Floyd 01/27/2016

**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) Restricted Stock granted on January 25, 2016 will "cliff" vest 100% three years from award date.
- (2) The reporting person had 13,999 shares vest since the last filing.
- (3) Restricted Stock granted on January 18, 2013 will vest in 33 1/3% installments over three years each January 18th.
- (4) Restricted Stock granted on January 17, 2014 will vest in 33 1/3% installments over three years each January 17th.
- (5) Restricted Stock granted on January 16, 2015 will "cliff" vest 100% three years from award date.
- (6) Includes 23.817 shares acquired through the Home BancShares, Inc. 401(k) Plan since the reporting person's last filing.
- (7) The option is exercisable in five equal annual installments and expires 10 years from the exercisable date, therefore the first installment became exercisable on December 31, 2002 and would have expired on December 31, 2012.
- (8) The option is exercisable in five equal annual installments and expires 10 years from the exercisable date, therefore the first installment became exercisable on December 31, 2003 and would have expired on December 31, 2013.
- (9) The option is exercisable in five equal annual installments and expires 10 years from the exercisable date, therefore the first installment became exercisable on December 31, 2004 and would have expired on December 31, 2014.
- (10) The option is exercisable in five equal annual installments and expires 10 years from the exercisable date, therefore the first installment became exercisable on December 31, 2005 and expires on December 31, 2015.
- (11) The option became exercisable in five equal annual installments beginning on January 18, 2009.
- (12) The option became exercisable in five equal annual installments beginning on January 10, 2009.
- (13) The option became exercisable in two equal annual installments beginning on January 19, 2008.

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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