

HOME BANCSHARES INC
Form 5
February 09, 2016

FORM 5

**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).
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 *			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer	
Davis Brian			HOME BANCSHARES INC [HOMB]		(Check all applicable)	
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)		<input checked="" type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
P.O. BOX 966			12/31/2015		<input checked="" type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)		Chief Financial Officer	
CONWAY, AR 72033					6. Individual or Joint/Group Reporting (check applicable line)	
(City)	(State)	(Zip)			<input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> 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 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)
				(A)	or	(D)	Price		
Common Stock - Restricted	Â	Â	Â	Â	Â	Â	10,000 ⁽¹⁾	D	Â
Common Stock - Performance Based	Â	Â	Â	Â	Â	Â	13,000 ⁽²⁾ <u>(3)</u>	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	1,117.355 ⁽⁴⁾ <u>(4)</u>	I	By 401(k)

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Common Stock	Â	Â	Â	Â	Â	Â	3,564	I	By IRA
Common Stock	Â	Â	Â	Â	Â	Â	5,924	D	Â

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)	Amount or Number of Shares
					(A)	(D)	Date Exercisable	Expiration Date		
Performance Stock Option	\$ 36.91	Â	Â	Â	Â	Â	Â (5)	08/23/2025	Common Stock	50,000
Stock Option	\$ 33.72	Â	Â	Â	Â	Â	Â (6)	03/11/2025	Common Stock	25,000
Stock Option	\$ 5.33	Â	Â	Â	Â	Â	Â (7)	Â (8)	Common Stock	3,564
Stock Option	\$ 9.31	Â	Â	Â	Â	Â	Â (9)	08/28/2017	Common Stock	3,880
Stock Option	\$ 11.37	Â	Â	Â	Â	Â	Â (10)	10/16/2018	Common Stock	6,600
Stock Option	\$ 33.54	Â	Â	Â	Â	Â	Â (11)	04/16/2024	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Davis Brian P.O. BOX 966 CONWAY, AR 72033	Â X	Â	Â Chief Financial Officer	Â

Signatures

/s/ Brian Davis by LaMonica
Johnston

02/09/2016

__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 August 24, 2015 will vest in 33 1/3% installments over five years beginning on the third anniversary of the award date.

The Performance Stock awarded on August 24, 2015 will vest in 33 1/3% installments over five years beginning on the third annual anniversary of the date that the performance goal is met. The performance goal will be met as of the end of the calendar quarter when the Company has averaged \$0.625 diluted earnings per share for four consecutive quarters or \$2.50 total diluted earnings per share over a period of four consecutive quarters.
- (2) The Performance Stock awarded on August 2, 2012 will "cliff" vest on the third annual anniversary of the date that the performance goal is met. The performance goal was met on September 30, 2013 and will therefore "cliff" vest 100% on September 30, 2016.
- (3) Includes 8.35 shares acquired through the Home BancShares, Inc. 401(k) Plan since the reporting person's last filing.

Once the performance goal has been met, the Performance Stock Option awarded on August 24, 2015 will become exercisable in seven equal annual installments beginning on the first annual anniversary of the award date. The performance goal will be met as of the end of the calendar quarter when the Company has averaged \$0.625 diluted earnings per share for four consecutive quarters or \$2.50 total diluted earnings per share over a period of four consecutive quarters.
- (4) The option is exercisable in five equal annual installments. The first installment becomes exercisable on March 12, 2016.
- (5) The option is exercisable in five equal annual installments. The first installment became exercisable on November 22, 2005.
- (6) The option expires 10 years from the exercisable date. There is 50% of this option issuance remaining. 10% of the option issuance remaining will expire November 22, 2017. The next 20% will expire November 22, 2018. The last 20% will expire November 22, 2019.
- (7) The option is exercisable in five equal annual installments. The first installment became exercisable on August 29, 2008.
- (8) The option is exercisable in five equal annual installments. The first installment became exercisable on October 17, 2009.
- (9) The option is exercisable in five equal annual installments. The first installment became exercisable on April 17, 2015.
- (10) The option is exercisable in five equal annual installments. The first installment became exercisable on April 17, 2015.
- (11) The option is exercisable in five equal annual installments. The first installment became exercisable on April 17, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.