

Casteel Marty  
Form 5  
February 10, 2009

# 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 \*  
Casteel Marty

2. Issuer Name and Ticker or Trading Symbol  
SIMMONS FIRST NATIONAL CORP [SFNC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2008

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

SIMMONS FIRST NATIONAL CORP, 501 MAIN STREET

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

PINE BLUFF, AR 71603

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) Amount	or (D)	Price			
SFNC	^	^	^	^	^	^	3,719	D (1)	^
SFNC	^	^	^	^	^	^	3,414	D	^
SFNC	12/31/2008	^	J	239	A	\$ 24.24	443	D (2)	^
SFNC	^	^	^	^	^	^	7,402	D	^

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

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SEC 2270 (9-02)

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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 Security (Instr. 3 and 4)	
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option	\$ 10.56	07/28/2000	^	X	0 ^	07/28/2004	07/28/2009	Common	20
Incentive Stock Option	\$ 12.13	05/07/2001	^	X	0 ^	05/07/2005	05/07/2011	Common	6,000
Incentive Stock Option	\$ 23.78	07/26/2004	^	X	0 ^	12/31/2005	07/26/2014	Common	2,000
Incentive Stock Option	\$ 24.5	05/23/2005	^	X	0 ^	12/31/2005	05/24/2015	Common	920
Incentive Stock Option	\$ 26.19	05/22/2006	^	X	0 ^	05/22/2007	05/20/2016	Common	200
Incentive Stock Option	\$ 26.19	05/22/2006	^	X	0 ^	05/22/2008	05/20/2016	Common	200
Incentive Stock Option	\$ 26.19	05/22/2006	^	X	0 ^	05/22/2009	05/20/2016	Common	200
Incentive Stock Option	\$ 26.19	05/22/2006	^	X	0 ^	05/22/2010	05/20/2016	Common	200
Incentive Stock Option	\$ 26.19	05/22/2006	^	X	0 ^	05/22/2011	05/20/2016	Common	200
Incentive Stock Option	\$ 28.42	05/31/2007	^	X	0 ^	05/31/2008	05/31/2017	Common	240
Incentive Stock Option	\$ 28.42	05/31/2007	^	X	0 ^	05/31/2009	05/31/2017	Common	240
Incentive Stock Option	\$ 28.42	05/31/2007	^	X	0 ^	05/31/2010	05/31/2017	Common	240
Incentive Stock Option	\$ 28.42	05/31/2007	^	X	0 ^	05/31/2011	05/31/2017	Common	240
Incentive Stock Option	\$ 28.42	05/31/2007	^	X	0 ^	05/31/2012	05/31/2017	Common	240

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Non-Qualified Stock Option	\$ 30.31	05/29/2008	Â	X	0	Â	05/29/2009	05/28/2018	Common	84
Non-Qualified Stock Option	\$ 30.31	05/29/2008	Â	X	0	Â	05/29/2010	05/28/2018	Common	84
Non-Qualified Stock Option	\$ 30.31	05/29/2008	Â	X	0	Â	05/29/2011	05/28/2018	Common	84
Non-Qualified Stock Option	\$ 30.31	05/29/2008	Â	X	0	Â	05/29/2012	05/28/2018	Common	84
Non-Qualified Stock Option	\$ 30.31	05/29/2008	Â	X	0	Â	05/29/2013	05/28/2018	Common	84

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Casteel Marty SIMMONS FIRST NATIONAL CORP 501 MAIN STREET PINE BLUFF, AR 71603	Â	Â	Â EVP	Â

## Signatures

Marty Casteel by Piper P. Erwin 02/10/2009

\*\*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) The shares held by the daughter are omitted as she is now living independently.
  - (2) Shares acquired through the Employee Stock Purchase Plan.

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