

Massanelli Stephen C
Form 4
January 22, 2018

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 *
Massanelli Stephen C

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. Date of Earliest Transaction (Month/Day/Year)

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

C/O SIMMONS FIRST NATIONAL CORP., 501 MAIN STREET

(Street)

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

PINE BLUFF, AR 71601

(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)			
				(A) or (D)	Price					
				Code	V	Amount				
SFNC	01/18/2018		M		1,427	A	\$ 58.25	22,822	D	
SFNC	01/18/2018		F		522	D	\$ 58.25	22,300	D	
SFNC								2,350	D	
SFNC								1,600	D	
SFNC								150	D	

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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	(1)	01/18/2018		A	1,387	(2)	(2)	Common	1,387
Performance Stock Unit	(3)	01/18/2018		A	2,774	(4)	(4)	Common	2,774
Performance Stock Unit	\$ 58.25	01/18/2018		M	1,427	(5)	(5)	Common	1,427

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Massanelli Stephen C
C/O SIMMONS FIRST NATIONAL CORP.
501 MAIN STREET
PINE BLUFF, AR 71601

EVP

Signatures

/s/ Stephen C. Massanelli by Danielle Hasty

01/22/2018

**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) Each Restricted Stock Unit represents a contingent right to receive one share of Simmons First National Corporation common stock.

457 Restricted Stock Units vest on January 18, 2019; 457 Restricted Stock Units vest on January 18, 2020 and 472 Restricted Stock Units vest on January 18, 2021. SFNC shares will be delivered within 30 days of vesting. Events such as retirement, death, disability and other specified events in the agreement may result in earlier vesting.

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- (3) Each Performance Stock Unit represents a contingent right to receive one share of Simmons First National Corporation common stock.
The shares listed are the maximum number of shares which may vest under this grant. Vesting will occur subsequent to the attainment of
- (4) performance goals set and verified by the Compensation Committee of the Company's Board of Directors for the performance period ending December 31, 2020, contingent upon the reporting person's continued employment with the registrant.
- (5) The Performance Stock Units vested on January 18, 2018 upon confirmation of the performance criteria set by the Compensation Committee.

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