

HOME BANCSHARES INC

Form 4

December 06, 2016

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Birch Robert F Jr

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)

3. Date of Earliest Transaction
(Month/Day/Year)
12/02/2016

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
Centennial Bank Regional Pres.

P.O. BOX 966

(Street)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

CONWAY, AR 72033

(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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/02/2016		S	18,000 D	\$ 256,707.436 25.9117 (1) (7)	I	By the Bob Birch Trust
Common Stock					2,814 (1)	I	By wife's IRA
Common Stock					41,834.1274 (1) (2) (6)	D	
Common Stock - Restricted					10,000 (1) (3)	D	

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Common Stock - Performance Based	10,000 ⁽¹⁾ ⁽²⁾ <u>(4)</u> <u>(5)</u>	D	
Common Stock	61,915.768 <u>(1)</u> <u>(8)</u>	I	By 401(k)

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)	8. D S (I	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Stock Option	\$ 18.46 (9)					(10) 08/23/2025	Common Stock		40,000 (1)

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Birch Robert F Jr P.O. BOX 966 CONWAY, AR 72033	Centennial Bank Regional Pres.

Signatures

/s/Robert F. Birch Jr. by Rachel Wesson	12/06/2016
<u> </u> **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 reporting person received shares as a result of the Company declaring a 2-for-1 stock split to shareholders of record as of May 18, 2016 and made payable June 8, 2016.
- (2) The reporting person had 8,000 shares vest since the last filing.
- (3) 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.
- (4) 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 \$0.3125 diluted earnings per share (split adjusted) for four consecutive quarters or \$1.25 total diluted earnings per share (split adjusted) over a period of four consecutive quarters.
- (5) 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 therefore "cliff" vested 100% on September 30, 2016.
- (6) Includes 707.2668 shares acquired by the Home BancShares, Inc. Dividend Reinvestment Plan since the last filing.
- (7) Includes 4,629.286 shares acquired by the Home BancShares, Inc. Dividend Reinvestment Plan since the last filing.
- (8) Includes 706.272 shares acquired by the Home BancShares, Inc. 401(k) Plan since the last filing.
- (9) The exercise price decreased as a result of the Company declaring a 2-for-1 stock split to shareholders of record May 18, 2016 and made payable June 8, 2016.
- (10) 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 \$0.3125 diluted earnings per share (split adjusted) for four consecutive quarters or \$1.25 total diluted earnings per share (split adjusted) over a period of four consecutive quarters.

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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