

ALLISON JOHN W
Form 4
January 23, 2019

FORM 4

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

OMB APPROVAL

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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)
01/18/2019

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

CONWAY, AR 72033

(City) (State) (Zip)

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

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)
			Code	V Amount (A) or (D) Price			
Common Stock	08/03/2018		G	V 1,000 A \$ 0	5,161,629	D	
Common Stock	11/26/2018		G	V 7,250 D \$ 0	5,154,379	D	
Common Stock	12/18/2018		G	V 5,000 D \$ 0	11,272	I	By IRA
Common Stock - Restricted Stock	01/18/2019		A	150,000 (1) A \$ 0	415,000 (2) (3)	D	
					112,500 (4)	D	

Common
Stock -
Performance
Based

Common Stock	855,360	I	By Wife
Common Stock	14,134.1656 <u>(5)</u>	I	By 401(k)
Common Stock	67,328	I	By Capital Buyers

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. P... Der... Sec... (Ins...			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 2.66					<u>(6)</u>	<u>(6)</u>			Common Stock	1,425
Stock Option	\$ 8.62					01/18/2014	01/17/2023			Common Stock	100,000

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 Micah
Osborne

01/23/2019

__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 18, 2019 will vest in 33 1/3% installments over three years beginning on the first anniversary of the award date.
- (2) Restricted Stock granted on January 19, 2018 will vest in 33 1/3% installments over three years beginning on the first anniversary of the award date.
- (3) Restricted Stock granted on January 25, 2016 will "cliff" vest 100% three years from award date.

- The Performance Stock awarded on February 22, 2017 will cliff vest 100% beginning on the third anniversary of the date that the performance goal is met. The performance goal will be met as of the end of the fiscal quarter when either the Company's total assets equal or exceed \$12.5 billion or the Company has averaged \$0.315 diluted earnings per share for four consecutive quarters or \$1.26 total diluted earnings per share over a period of four consecutive quarters within three years of the award date. The performance goal was met as of September 30, 2017 and will vest on February 22, 2020.
- (4) or exceed \$12.5 billion or the Company has averaged \$0.315 diluted earnings per share for four consecutive quarters or \$1.26 total diluted earnings per share over a period of four consecutive quarters within three years of the award date. The performance goal was met as of September 30, 2017 and will vest on February 22, 2020.

- Reflects the dollar value of the reporting person's units in a unitized stock fund under the Home BancShares, Inc. 401(k) Plan as of
- (5) January 22, 2019, divided by the closing price of Home BancShares common stock on that date. The unitized stock fund consists of Home BancShares common stock and a reserve of cash in amounts that vary from time to time.

- The option is exercisable in five equal annual installments and expires 10 years from the exercisable date, therefore the first installment
- (6) became exercisable on December 31, 2005 and would have expired on December 31, 2015. The last remaining installment expires on December 31, 2019.

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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