

HOME BANCSHARES INC  
Form 4  
August 25, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
French Tracy

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)  
08/24/2015

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Centennial Bank CEO/ President

CONWAY, AR 72033

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

(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) |                                                                       |   |        |
|----------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|-----------------------------------------------------------------------|---|--------|
|                                  |                                      |                                                    | Code                           | V                                                                 | Amount or Price                                                                               |                                                          |                                   |                                                                       |   |        |
| Common Stock - Restricted        | 08/24/2015                           |                                                    | A                              |                                                                   | 12,500 <sub>(1)</sub>                                                                         | A                                                        | \$ 0                              | 19,500 <sub>(2)</sub> <sub>(3)</sub><br><sub>(4)</sub> <sub>(5)</sub> | D |        |
| Common Stock - Performance Based | 08/24/2015                           |                                                    | A                              |                                                                   | 12,500 <sub>(6)</sub>                                                                         | A                                                        | \$ 0                              | 16,500 <sub>(7)</sub>                                                 | D |        |
| Common Stock                     |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          |                                   | 43,084.85 <sub>(5)</sub>                                              | D |        |
| Common Stock                     |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          |                                   | 13,961.358                                                            | I | By IRA |

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Common Stock 20,098.408 (8) I By 401(k)

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 Security (Instr. 3 and 4) | Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|----------------------------|
| Performance Stock Option                   | \$ 36.91                                               | 08/24/2015                           |                                                    | A                              | 75,000                                                                                  | (9) 08/23/2025                                           | Common Stock                                                | 75,000                     |
| Performance Stock Option                   | \$ 5.54                                                |                                      |                                                    |                                |                                                                                         | 01/01/2010 03/13/2016                                    | Common Stock                                                | 40,000                     |
| Stock Option                               | \$ 17.25                                               |                                      |                                                    |                                |                                                                                         | (10) 01/17/2023                                          | Common Stock                                                | 20,000                     |
| Stock Option                               | \$ 19.08                                               |                                      |                                                    |                                |                                                                                         | (11) 04/17/2023                                          | Common Stock                                                | 20,000                     |
| Stock Option                               | \$ 29.42                                               |                                      |                                                    |                                |                                                                                         | (12) 01/15/2025                                          | Common Stock                                                | 50,000                     |

## Reporting Owners

| Reporting Owner Name / Address                   | Relationships |           |                                |       |
|--------------------------------------------------|---------------|-----------|--------------------------------|-------|
|                                                  | Director      | 10% Owner | Officer                        | Other |
| French Tracy<br>P.O. BOX 966<br>CONWAY, AR 72033 | X             |           | Centennial Bank CEO/ President |       |

## Signatures

/s/ Tracy French by Rachel Wesson 08/25/2015

\*\*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.
- (2) Restricted Stock granted on August 2, 2012 "cliff" vested 100% three years from award date.
- (3) Restricted Stock granted on January 18, 2013 will "cliff" vest 100% three years from award date.
- (4) Restricted Stock granted on January 17, 2014 will "cliff" vest 100% three years from award date.
- (5) The reporting person had 4,000 shares vest since the last filing.
- (6) 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.
- (7) 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.
- (8) Includes 78.3020 shares acquired through the Home BancShares, Inc. 401(k) Plan since the last filing.
- (9) 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.
- (10) The option is exercisable in five equal annual installments. The first installment becomes exercisable on January 16, 2016.
- (11) The option is exercisable in five equal annual installments. The first installment became exercisable on January 18, 2014.
- (12) The option is exercisable in five equal annual installments. The first installment became exercisable on April 18, 2014.

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.