

French Tracy
Form 4
July 23, 2018

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 *
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)
07/19/2018

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

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) |
|----------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock - Performance Based | 07/19/2018 | | A | 75,000 | A \$ 0 | 100,000 ⁽¹⁾ ⁽²⁾ | D |
| Common Stock -Restricted | | | | | | 25,000 ⁽³⁾ | D |
| Common Stock | | | | | | 102,268 | D |
| Common Stock | | | | | | 29,222 | I By IRA |

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Common Stock 41,880.6248 I By 401(k)
(4)

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code V (A) (D) | | Date Exercisable Expiration Date | Title Amount Number Shares |
| Performance Stock Option | \$ 23.32 | 07/19/2018 | | A | 150,000 | <u>(5)</u> 07/19/2028 | Common Stock 150,000 |
| Stock Option | \$ 8.62 | | | | | <u>(6)</u> 01/17/2023 | Common Stock 40,000 |
| Stock Option | \$ 9.54 | | | | | <u>(7)</u> 04/17/2023 | Common Stock 40,000 |
| Stock Option | \$ 14.71 | | | | | <u>(8)</u> 01/15/2025 | Common Stock 100,000 |
| Stock Option | \$ 18.46 | | | | | <u>(9)</u> 08/23/2025 | Common Stock 150,000 |

Reporting Owners

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

Signatures

/s/ Tracy French by Micah Osborne 07/23/2018

__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) The Performance Stock awarded on July 19, 2018 will vest in 33 1/3% installments over three years beginning on the third annual anniversary of the date that the performance goal is met.

The Performance Stock awarded on August 24, 2015 will vest in 33 1/3% installments over three years beginning on the third annual anniversary of the date that the performance goal is met. The performance goal was met on December 31, 2016 and will therefore begin vesting in 33 1/3% installments on December 31, 2019.
 - (2) Restricted Stock granted on August 24, 2015 will vest in 33 1/3% installments over three years beginning on the third anniversary of the award date.
 - (3) Includes 81.3697 shares acquired through the Home BancShares, Inc. 401(k) Plan since the last filing.
 - (5) The Performance Stock Option awarded on July 19, 2018 is exercisable in five equal annual installments beginning on the first annual anniversary of the date that the performance goal is met.
 - (6) The option is exercisable in five equal annual installments. The first installment became exercisable on January 16, 2016.
 - (7) The option is exercisable in five equal annual installments. The first installment became exercisable on January 18, 2014.
 - (8) The option is exercisable in five equal annual installments. The first installment became exercisable on April 18, 2014.

Once the performance goal has been met, the Performance Stock Option awarded on August 24, 2015 is exercisable in seven equal annual installments beginning on the first annual anniversary of the award date. The performance goal was met on December 31, 2016. Therefore, the first installment became exercisable on August 24, 2016.

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.