

Davis Brian
 Form 5
 February 08, 2019

FORM 5

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

OMB APPROVAL

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 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
 Davis Brian
 (Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol
 HOME BANCSHARES INC
 [HOMB]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2018

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 Chief Financial Officer

6. Individual or Joint/Group Reporting
 (check applicable line)

P.O. BOX 966
 (Street)
 CONWAY, AR 72033
 (City) (State) (Zip)

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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	Â	Â	Â	Â	Â	Â	35,326 ⁽¹⁾	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	7,128	I	By IRA
Common Stock - Restricted	Â	Â	Â	Â	Â	Â	13,333 ⁽²⁾	D	Â
Common Stock -	Â	Â	Â	Â	Â	Â	30,000 ⁽³⁾ ⁽⁴⁾	D	Â

Performance Based

Common Stock	^	^	^	^	^	^	2,332.5459 (5)	I	By 401(k)
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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 Securities (Instr. 3 and 4)	Amount of Underlying Securities (Instr. 3 and 4)
Stock Option	\$ 16.77	^	^	^	^ ^ ^ <u>(6)</u>	04/16/2024	Common Stock	20,000
Performance Stock Option	\$ 18.46	^	^	^	^ ^ ^ <u>(7)</u>	08/23/2025	Common Stock	100,000
Stock Option	\$ 16.86	^	^	^	^ ^ ^ <u>(8)</u>	03/11/2025	Common Stock	50,000
Performance Stock Option	\$ 23.32	^	^	^	^ ^ ^ <u>(9)</u>	07/19/2028	Common Stock	20,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Davis Brian P.O. BOX 966 CONWAY, AR 72033	^ X	^	^ Chief Financial Officer	^

Signatures

/s/ Brian Davis by Micah Osborne
02/08/2019

**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) Includes the vested portion of restricted stock granted on August 24, 2015 which vests in 33 1/3% installments over five years beginning on the third anniversary of the award date. The stock began vesting in 33 1/3% installments on August 24, 2018.
- (2) 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. The stock began vesting in 33 1/3% installments on August 24, 2018.
- (3) 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 five 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.
- (5) 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 December 29, 2017, 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.
- (6) The option is exercisable in five equal annual installments. The first installment became exercisable on April 17, 2015.

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.
- (7) The option is exercisable in five equal annual installments. The first installment became exercisable on March 12, 2016.
- (8) 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.
- (9)

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